

EXHIBIT C-2

ITEMIZED INVOICES

**DELPHI STEERING ACQUISITION
(JUNE 1 THROUGH JULY 9, 2009)**

BAKER & MCKENZIE

Baker & McKenzie LLP
100 New Bridge Street
London EC4V 6JA, UK

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DX No: 233 Chancery Lane
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Date: 27 August 2009

General Motors Corporation
PO Box 33170
Detroit
MICHIGAN(MI) 48232-5170
USA

Our Ref: 39227342-1/CAW/LONDMC

Invoice No. 1120581

VAT No. GB 238 5592 33 (Great Britain)

For Professional Services for the period 1 June to 30 June 2009

PURCHASE OF STEERING BUSINESS OF DELPHI CORPORATION

London Office

Fees	115,106.72
Taxable Disbursements	157.86

Amsterdam Office

Fees	3,605.03
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Beijing Office

Fees	13,322.00
Taxable Disbursements	700.74

Berlin Office

Fees	12,142.98
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Frankfurt Office

Fees	2,354.50
Non-Taxable Disbursements	37.92

Madrid Office

Fees	4,558.50
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Melbourne Office

Fees	22,034.00
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Mexico City Office

Fees	14,063.35
Taxable Disbursements	1,113.61

Client's VAT No:

Payment details (Dollars):

Sort Code: 56-00-13 Swift Code: NWBKGB2L IBAN No: GB55 NWBK 6073 0102 8250 15

A/C No: 140/00/02825015 Baker & McKenzie LLP US Dollar Office Account

Please quote Our Reference and the Invoice No. in your payment details.

National Westminster Bank Plc, PO Box 221,
Connaught House, 65 Aldwych, London WC2B 4EJ

Baker & McKenzie LLP is a limited liability partnership registered in England and Wales with registered number OC311297. A list of members' names is open to inspection at its registered office and principal place of business, 100 New Bridge Street, London, EC4V 6JA. Baker & McKenzie LLP is a member of Baker & McKenzie International, a Swiss Verein.

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Milan Office	
Fees	6,855.10
Taxable Disbursements	9.86
Monterrey Office	
Fees	8,852.00
Taxable Disbursements	498.97
Non-Taxable Disbursements	4.40
Moscow Office	
Fees	65.00
Paris Office	
Fees	10,310.99
Porto Alegre Office	
Fees	1,482.00
Rome Office	
Fees	18,604.34
Taxable Disbursements	18.03
San Francisco Office	
Fees	11,595.20
Sao Paulo Office	
Fees	9,398.00
Taxable Disbursements	530.14

Client's VAT No:

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Shanghai Office

Fees	5,153.01
Taxable Disbursements	271.05

Singapore Office

Fees	1,966.70
Taxable Disbursements	427.47

Sydney Office

Fees	1,689.62
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Tokyo Office

Fees	14,124.86
Taxable Disbursements	82.58

Warsaw Office

Fees	3,030.70
Taxable Disbursements	21.92
Non-Taxable Disbursements	34.91

Total Amount Payable

\$284,224.06

Summary

Taxable Fees	280,314.60
Taxable Disbursements	3,832.23
Non-Taxable Disbursements	77.23

Baker & McKenzie LLP

Client's VAT No:

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27 August 2009

Time and Cost Detail

Invoice No. 1120581
VAT No. GB 238 5592 33
(Great Britain)

TIME NARRATIVE DETAIL

PURCHASE OF STEERING BUSINESS OF DELPHI CORPORATION

London Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Karen Anne Guch	Telephone calls with all parties to go through final MDA (2.2); dealing with changes from local countries following agreement on MDA (3); exchanging emails with India regarding various issues relating to the local Indian LTA and Gurgoan site (0.6); discussions with J Crozier regarding approach to changes required to local LTAs (0.3).	6.10	5,980.20
01/06/09	Jonathan M. Broughton	Attending on review of correspondence and documentation for change of directors of Rhodes India.	0.40	243.06
01/06/09	Jannan Crozier	Preparing for signing of the MDA by finalizing all international ancillary agreements; liaising with GM/Honigmans to finalize the ancillary agreements and co-ordinating the international teams with respect to finalizing the international agreements.	14.00	9,187.78
01/06/09	Romaana Dookhun	Correspondence with local counsel regarding signing of MSA.	0.80	382.42
02/06/09	Jonathan M. Broughton	Attending on outstanding steps to effect transfer of shares in Rhodes India.	0.80	486.13
02/06/09	Jannan Crozier	Attending to post signing matters relating to the MDA and queries from Honigmans on the international ancillary agreements (2hs) and updating the Transaction Agenda (1hr).	3.00	1,968.81
03/06/09	Karen Anne Guch	Dealing with various queries regarding Local Transfer Agreements and next steps.	2.10	2,058.76
03/06/09	Jonathan M. Broughton	Attending on draft documentation to change directors of Rhodes India.	0.70	425.36
03/06/09	Jannan Crozier	Attending to post signing matters relating to the MDA (1hr); liaising with Honigmann on exhibits to MDA (1.5hrs); reviewing all Local Transfer Agreements for outstanding points (3.5hrs).	6.00	3,937.62
03/06/09	Romaana Dookhun	Preparing email to local counsel regarding transaction closing timetable.	0.10	47.80

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/06/09	Karen Anne Guch	Dealing with emails from Delphi regarding finalising Local Transfer Agreements; discussion with J Crozier regarding same.	0.70	686.25
04/06/09	Jonathan M. Broughton	Attending on outstanding requirements to change directors of Rhodes India.	0.70	425.36
04/06/09	Jannan Crozier	Telephone call with Honigmann regarding exhibits and outstanding points (1.5hrs); telephone call with Delphi on exhibits (1hr); instructions to local teams regarding closing process and procedure (0.5hrs).	3.00	1,968.81
04/06/09	Romaana Dookhun	Preparing email to local counsel regarding finalising Local Transfer Agreements (0.1); preparing email to Japanese Counsel regarding social insurance (0.1); correspondence regarding pre-closing tasks in Spain and France (0.3).	0.50	239.02
05/06/09	Karen Anne Guch	Attending to various emails regarding finalisation of local Local Transfer Agreements and extraction of Gurgoan and France.	0.80	784.29
05/06/09	Jonathan M. Broughton	Attending on review of draft documents to change directors of Rhodes India and following up further documents required.	0.80	486.13
05/06/09	Jannan Crozier	Attending to Local Transfer Agreement issues.	4.00	2,625.08
05/06/09	Romaana Dookhun	Preparing list of employment steps required in advance of close date; preparing email to local counsel regarding employment steps required in advance of close date.	1.10	525.83
06/06/09	Jannan Crozier	Attending to Local Transfer Agreement issues.	1.00	656.27
07/06/09	Jannan Crozier	Attending to Local Transfer Agreement issues.	2.00	1,312.54
08/06/09	Jonathan M. Broughton	Attending on correspondence regarding process of obtaining lease in Bursa.	0.60	364.60
08/06/09	Jannan Crozier	Project management of international portion of steering transaction by responding to multiple emails from local teams on pre-closing issues (5hrs); telephone calls with the US regarding pre-closing steps (0.5hrs); finalising Local Transfer Agreements and agreeing local points with Delphi (1.5hrs).	7.00	4,593.89
08/06/09	Romaana Dookhun	Reviewing first draft of Transaction Agenda and instructing local counsel regarding actions to be taken in advance of closing.	0.40	191.21

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08/06/09	Thomas Bolster	Amending Transaction Agenda of non-US Rhodes entities in light of amendments sent by local counsel in the following countries: China, Australia, Korea and the Netherlands.	1.40	385.66
09/06/09	Sarah C. Gregory	Internal discussion with R Dookhun regarding employment advice relating to transfer of employee working in Spain.	0.10	89.12
09/06/09	Karen Anne Guch	Attending to various emails regarding local transfer documents and from General Motors real estate team regarding next steps to ensure property gets transferred properly at closing and how to deal with issues that cannot be resolved prior to closing (0.9); discussion with J Crozier regarding employee liability issue (0.1).	1.00	980.36
09/06/09	Jonathan M. Broughton	Attending on correspondence regarding lease in Bursa for Rhodes Turkey and requirements for change of bank signatories for Rhodes India.	0.60	364.60
09/06/09	Jannan Crozier	Finalising Local Transfer Agreements with local teams and reviewing revised provisions (2.5hrs); responding to multiple emails from local teams re pre-closing issues (3hrs); employment telephone call with General Motors and Delphi (1.5hrs); telephone calls with Delphi re closing steps (1hr).	8.00	5,250.16
09/06/09	Romaana Dookhun	Discussions with local counsel regarding transaction structure in Spain and risks of taking on employees without Spanish legal entity (0.8); correspondence with local counsel regarding employee liabilities and Local Transfer Agreements (0.2).	1.00	478.03
09/06/09	Thomas Bolster	Amending Transaction Agenda of non-US Rhodes entities to take into account updates provided by local counsel in the following countries: Brazil, France, Germany, India, Italy and Japan.	2.40	661.13
10/06/09	Jonathan M. Broughton	Attending on correspondence regarding new lease in Bursa for Rhodes Turkey and outstanding requirements for change of directors Rhodes India.	0.60	364.60

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10/06/09	Jannan Crozier	Project management by responding to emails and calls from local teams regarding pre-closing steps (3hrs); reviewing and updating the Closing Agenda and discussing the same with Tom Bolster (2hrs).	5.00	3,281.35
10/06/09	Romaana Dookhun	Correspondence regarding Russian consultant and Spanish employees (0.3); reviewing correspondence regarding Japanese employees (0.2); updating list of pre-closing employment actions (0.3).	0.80	382.42
11/06/09	Jannan Crozier	Finalising Local Transfer Agreements (1.5hrs); responding on Mexican issues regarding transfer of 3 businesses to SteeringMex (0.5hrs).	2.00	1,312.54
11/06/09	Romaana Dookhun	Correspondence regarding Transaction Agenda.	0.20	95.61
12/06/09	Jannan Crozier	Responding on property queries from Fred Zehnder and team at GM and liaising with local teams to get answers and responding on Local Transfer Agreement queries.	2.00	1,312.54
15/06/09	Karen Anne Guch	Dealing with various real estate emails from General Motors regarding Australia, India, French and Polish properties (1.1); dealing with email from Delphi regarding Korean payroll service provider (0.1).	1.20	1,176.43
15/06/09	Jonathan M. Broughton	Attending on correspondence regarding change of bank signatories for each of Rhodes acquisition entities and outstanding requirements for change of directors Rhodes India.	0.50	303.83
15/06/09	Jannan Crozier	Attending to Indian Local Transfer Agreement and employment arrangements (1.5hrs); attending to property query from F Zehnder (0.5hrs).	2.00	1,312.54
15/06/09	Thomas Bolster	Compiling summary table of Rhodes entities, containing basic information for each company such as amount of share capital and identity of directors.	0.50	137.74
16/06/09	Jonathan M. Broughton	Attending on review of valuation report for Rhodes India (0.3 hrs); correspondence regarding change of bank signatories for each of the Rhodes acquisition entities (0.4 hrs).	0.70	425.36
16/06/09	Jannan Crozier	Dealing with emails from local teams regarding project management and pre-closing issues.	4.00	2,625.08

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16/06/09	Romaana Dookhun	Correspondence regarding employment of Spanish individual by non-Spanish Rhodes entity (0.9); correspondence regarding employment issues in India (0.3).	1.20	573.64
16/06/09	Thomas Bolster	Updating table of Rhodes entities with entries from Singapore and Australia (1.1 hrs.); discussing finalisation of Transaction Agenda of non-US Rhodes entities with J Crozier (0.2 hrs.); liaising with colleague in employment department regarding employment issues (0.1 hrs.); begin reviewing and standardising Transaction Agenda of non-US Rhodes entities (0.3 hrs.).	1.70	468.30
17/06/09	Jonathan M. Broughton	Attending on change of bank signatories for each of Rhodes acquisition entities (0.6 hrs); reviewing correspondence regarding establishment of branch in Bursa and transfer of employees to Rhodes Turkey (0.4 hrs).	1.00	607.66
17/06/09	Jannan Crozier	Attending France exclusion telephone call and employee follow-up (0.9hrs); telephone call with Walt regarding employment issues (0.5hrs); attending to Transaction Agenda and project management (2.5hrs).	3.90	2,559.45
17/06/09	Romaana Dookhun	Reviewing and considering employment steps required in advance of close date as detailed inof Transaction Agenda.	1.00	478.03
17/06/09	Thomas Bolster	Reviewing entire Transaction Agenda of non-US Rhodes entities to standardise entries from different local counsels and filling gaps in table (3.5 hrs.), referring back to local counsel where necessary (1.2 hrs.) and integrating latest comments on employment issues from colleague in employment department (0.5 hrs.).	5.20	1,432.44
18/06/09	Sarah C. Gregory	Internal discussion with R Dookhun with update on timing and requesting for advice on costs incurred.	0.20	178.25
18/06/09	Jonathan M. Broughton	Attending on change correspondence with local counsel and General Motors representatives regarding bank signatories for each of Rhodes acquisition entities (1.9 hrs); reviewing correspondence regarding establishment of branch in Bursa and transfer of employees to Rhodes Turkey (0.4 hrs); reviewing shares transfer documentation for Rhodes India (0.4 hrs).	2.70	1,640.68

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18/06/09	Romaana Dookhun	Briefing Y Payne on outstanding employment issues in each jurisdiction (1.0); telephone call with J Crozier regarding potential public auction (0.2); correspondence with local counsel regarding employment liabilities incurred if proceed with employment steps and deal does not close (0.6).	1.80	860.45
18/06/09	Thomas Bolster	Liaising with Australian Counsel on outstanding employment question on communication with Trade Unions.	0.40	110.19
18/06/09	Joanne Maitland	Updating table of outstanding information concerning the appointment of authorised signatories to bank accounts prior to completion; collating information concerning what documents are necessary to effect a change of bank account signatories in the different jurisdictions involved in the transaction.	2.00	550.94
19/06/09	Jonathan M. Broughton	Attending on correspondence with local counsel regarding bank signatories for each of Rhodes acquisition entities (1.5 hrs); correspondence regarding establishment of branch in Bursa (0.2 hrs); attending on correspondence with Indian local counsel regarding shares transfer documentation for Rhodes India (0.6 hrs).	2.30	1,397.62
19/06/09	Romaana Dookhun	Correspondence with local counsel regarding employment liabilities in the event the transaction does not close.	0.40	191.21
19/06/09	Yvonne Payne	Internal handover discussions with R Dookhun regarding purchasing of steering business and Transaction Agenda (0.6 hrs.); reviewing emails from several jurisdictions responding to R Dookhun's email regarding ruling of US bankruptcy judge and potential delay to completion (0.5 hrs.).	1.10	516.91
19/06/09	Joanne Maitland	Updating table of outstanding information concerning the appointment of authorised signatories to bank accounts prior to completion; collating information concerning what documents are necessary to effect a change of bank account signatories in the different jurisdictions involved in the transaction.	0.30	82.64

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19/06/09	Thomas Bolster	Updating Transaction Agenda of non-US Rhodes entities with entries from Mexico and incorporating final amendments to standardise document.	2.30	633.58
22/06/09	Jonathan M. Broughton	Attending on change of bank signatories for each of Rhodes acquisition entities; updating bank signatories matrix (3 hrs); correspondence regarding lease for Rhodes Turkey (0.4 hrs).	3.40	2,066.04
22/06/09	Jannan Crozier	Attending bank account discussions with Ajai Shanker at GM (1hr); telephone call with Honigmann re status update on international issues (1hrs); status update to team and project management of pre-closing issues (2hrs).	4.00	2,625.08
22/06/09	Yvonne Payne	Preparing email following up to R Dookhun's email regarding impact of delaying close date; reviewing email from Spanish colleagues regarding same.	0.40	187.97
22/06/09	Joanne Maitland	Updating table of outstanding information concerning the appointment of authorised signatories to bank accounts prior to completion; collating information concerning what documents are necessary to effect a change of bank account signatories in the different jurisdictions involved in the transaction.	0.80	220.38
23/06/09	Jonathan M. Broughton	Attending on collating documents for change of bank signatories for each of Rhodes acquisition entities (0.9 hrs); updating bank signatories matrix; reviewing Board Minutes of Rhodes India (2 hrs); reviewing Mandate Letters and distribution to local counsel (0.9 hrs).	3.80	2,309.11
23/06/09	Jannan Crozier	Reviewing transaction agenda (1hr); liaising with employment team on international employment issues (1.5hrs); responding to multiple emails regarding project management and pre-closing issues (2.5hrs).	5.00	3,281.35
23/06/09	Yvonne Payne	Preparing summary email to J Crozier regarding potential employment liabilities connected with delay to closing, following review of further responses from various jurisdictions (0.8 hrs.); telephone call to J Crozier regarding same (0.2 hrs.); reviewing Transaction Agenda and reviewing emails from J Crozier confirming action points (1 hr).	2.00	939.84

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
23/06/09	Thomas Bolster	Liaising regarding closing deliverables required with J Crozier (0.2 hrs.); drafting table of closing deliverables and begin entering details for relevant jurisdictions (0.9 hrs.).	1.10	303.02
24/06/09	Jonathan M. Broughton	Attending on correspondence regarding Bursa lease (0.6 hrs); collating documents for change of bank signatories for each of Rhodes acquisition entities (0.4 hrs); updating bank signatories matrix (1 hr); correspondence with General Motors representatives regarding limitation on bank signatories powers (0.6 hrs).	2.60	1,579.92
24/06/09	Jannan Crozier	Conference call with Alix partners regarding status of international issues (1.5hrs); conference call on France site and conference call on Italy (2hrs); project management of international issues and responding to emails (2.5hrs) and telephone calls regarding bank accounts (1hr).	7.00	4,593.89
25/06/09	Jonathan M. Broughton	Attending on requirements for change of bank signatories and correspondence with local counsel regarding same (2 hrs); reviewing updated bank signatories matrix (0.5 hrs); reviewing Rhodes India Board Minutes (0.3 hrs).	2.80	1,701.45
25/06/09	Jannan Crozier	Telephone call with Paris regarding French site closure and following up email to General Motors (1hr); arranging for Australian agreements and Indian agreements to be signed (0.5hrs); project management and coordination by responding to emails from local teams (2hrs); attending Turkish telephone call on branch opening (0.5hrs).	4.00	2,625.08
25/06/09	Yvonne Payne	Reviewing email from Australia responding to R Dookhun's email regarding potential delay to completion of acquisition of Steering business (0.1 hr); preparing email to J Crozier regarding same (0.1 hr).	0.20	93.98
25/06/09	Yvonne Payne	Review emails from European colleagues regarding transfer of Spanish employee (0.3 hrs.); review emails from Italy re consultation with Unions (0.3 hrs.); respond to J Crozier's email regarding preparation of documents ready for closing (0.2 hrs.).	0.80	375.94

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25/06/09	Thomas Bolster	Compiling table of closing deliverables and filing completion documents (0.5 hrs.); finalising local transfer documents and capitalisation issues (2.9 hrs.); updating Transaction Agenda of non-US Rhodes entities for Australia, China, Italy and Korea (2.2 hrs.).	5.60	1,542.63
26/06/09	Karen Anne Guch	Discussion with J Crozier on open issues relating to local transfers on General Motors and how these get resolved by closing or otherwise dealt with post closing (0.8); dealing with email from Indian Counsel on issues on the LTA and properties arising in India (0.4).	1.20	1,176.43
26/06/09	Jonathan M. Broughton	Attending on documents for change of bank signatories (2 hrs); correspondence regarding Bursa lease (0.5 hrs); reviewing updated bank signatories matrix (0.5 hrs); correspondence with local counsel regarding local corporate law requirements to change bank signatories (0.1 hrs).	3.10	1,883.75
26/06/09	Yvonne Payne	Telephone call with J Crozier regarding acquisition of Steering business and closing formalities for German employees; preparing email to A Wolff (B&M Berlin) regarding Equalisation of Interest Agreement and Transfer Letters; reviewing emails regarding consultation with Unions in Italy.	0.40	187.97
26/06/09	Thomas Bolster	Updating Transaction Agenda of non-US Rhodes entities with entries from India, Brazil, Germany, Netherlands and Turkey (2.5 hrs.); continue compiling file of local transfer documents and table of completion documents (0.8 hrs.); opening new file for local resolutions authorising transfers requiring execution (0.4 hrs.); drafting new table dealing specifically with capitalisation issues arising from continuing operating costs and lack of funding of some Rhodes entities (2.3 hrs.).	6.00	1,652.82
29/06/09	Jonathan M. Broughton	Attending on updated matrix and documents for change of bank signatories (0.2 hrs); preparing KYC required documents table (2 hrs); correspondence regarding execution of Bursa lease (0.3 hrs).	3.00	1,822.98

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29/06/09	Jannan Crozier	Project management by responding to multiple local counsel emails re international issues (3hrs); attending General Motors process telephone call and General Motors France telephone call (1hr).	4.00	2,625.08
29/06/09	Yvonne Payne	Reviewing recent email traffic between European offices and General Motors and Delphi to determine outstanding employment law issues (1.4 hrs.); exchanging emails with J Crozier regarding same (0.5 hrs.); preparing email to J Marx (B&M Tokyo) regarding procedure for transferring Japanese employees, and need for social insurance registration (0.5 hrs.); preparing email to Mexican Office regarding deadlines for employment substitution process (0.5 hrs); preparing email to client regarding next steps on negotiations with Japanese employees to be released post-closing (0.5 hrs)	3.40	1,597.73
29/06/09	Thomas Bolster	Updating file of written resolutions and information tables with latest information from Japanese Counsel (0.4 hrs.); checking final documents for local subsidiaries received from General Motors against local documents already received from local counsel (1.6 hrs.).	2.00	550.94
30/06/09	Karen Anne Guch	Update meeting with J Crozier on status of non-US open items (e.g. licenses, approvals, permits, property transfers, employee consultations, etc) for closing of Delphi Steering transaction.	1.00	980.36
30/06/09	Jonathan M. Broughton	Attending on local law requirements for change of bank signatories of local Rhodes entities (2.5 hrs); attending to transfer of shares of Rhodes India requirements and transmission of funds (0.5 hrs); collating required KYC information (0.25 hrs); reviewing authorised signatories and updating table of authorized bank signatories (0.25 hrs).	3.50	2,126.81
30/06/09	Yvonne Payne	Reviewing latest version of Transaction Agenda to determine what employment actions remain outstanding (0.7 hrs.); preparing email to Mexican colleagues regarding same (0.2 hrs.); reviewing today's emails regarding progress with Spanish employee and negotiations with Japanese employees whose employment is to be terminated (0.4 hrs.); telephone call with J Crozier to discuss next steps (0.1 hrs.).	1.40	657.89

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30/06/09	Jannan Crozier	Meeting with Karen Guch re update of transaction (1hr); Project management by responding to multiple emails from local teams (1.5hrs) and reviewing Closing Agenda (1hr).	3.50	2,296.95
30/06/09	Thomas Bolster	Receiving details of expenses to be incurred by local Rhodes entities on closing and entering into Capitalisation Agenda.	1.10	303.02
Total: London Office				\$1 15,106.72

Amsterdam Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Rebecca C.J. Zimmerman	Amending Local Agreement regarding the Netherlands and Poland to conform to changes made in Master Disposition Agreement.	2.50	636.18
08/06/09	Rebecca C.J. Zimmerman	Amending the Local Transaction Agreement and the Non US Transaction Agenda for the Netherlands regarding the acquisition a Dutch B.V. (Fidass II B.V)	1.60	407.15
15/06/09	Laura E. Rietvelt	Completing table regarding details of Rhodes Holding Netherlands BV (0.1); replying to email of J Crozier with completed table (0.1).	0.20	93.40
17/06/09	Laura E. Rietvelt	Reviewing email with documents from J Broughton regarding change of signatories of Rhodes Holding Netherlands BV regarding banking mandates (0.4).	0.40	186.80
18/06/09	Laura E. Rietvelt	Telephone calls with Deutsche Bank regarding change of signatories (0.4); preparing email to J Broughton with signature card (0.3); updating table and description regarding change of signatories with Deutsche Bank in the Netherlands (0.3).	1.00	467.00
23/06/09	Kim F. Tan	Reviewing email by and replying to J Broughton regarding authorised representatives of Rhodes Holding Netherlands BV.	0.30	169.80
24/06/09	Fleur E. Van Es	Interoffice conference with W Van Lier (B&M Amsterdam) regarding acquisition shelf company by Delphi (0.2); reviewing email correspondence regarding same (0.2).	0.40	149.41

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
26/06/09	Fleur E. Van Es	Interoffice conference with R Zimmerman (B&M Amsterdam) regarding email correspondence with T Bolster Delphi transaction.	0.20	74.71
26/06/09	Rebecca C.J. Zimmerman	Updating Transaction Agenda; replying to email of J Crozier regarding various outstanding issues with respect to the acquisition of the Dutch B.V. (Fidass II B.V.) by Delphi Automotive Systems (Holding), Inc..	2.00	508.94
29/06/09	Rebecca C.J. Zimmerman	Internal conference with E Mulders (B&M Amsterdam) regarding acquired BV by Delphi and capitalisation of Rhodes entity.	0.50	127.23
30/06/09	Fleur E. Van Es	Reviewing file acquisition Delphi business (0.3); interoffice conference with R Zimmerman regarding Capitalisation Agenda (0.3); completing and revising draft Capitalisation Agenda and forwarding agenda to J Crozier (0.3); reviewing email correspondence regarding Dutch bank accounts (0.2); reviewing updated time table (0.2); various telephone calls with Orangefield regarding bank accounts (0.4); reviewing email correspondence and documents regarding bank accounts of Dutch Rhodes entity (0.3).	2.10	784.41
Total: Amsterdam Office				\$3,605.03

Beijing Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/06/09	Ping Liu	Following up correspondence from E Lim, F Zehnder and V Wu (B&M Beijing) regarding PRC real properties (0.2); updating PRC section of Transaction Agenda per instruction by J Crozie (1.2); liaising with C He (Delphi China) regarding outstanding operation permits of PRC entities (0.2).	1.60	832.00
08/06/09	Vivian W. Wu	Preparing email to F Zehnder to confirm property owned or leased by Lingyun Joint Venture as per K Guch's instruction.	0.30	150.00

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/06/09	Ping Liu	Reviewing correspondences from J Liu (General Motors) and J Crozier regarding closing (0.4); reviewing replies from C He regarding status of outstanding operation permits of PRC entities (0.8); discussing employment issue with Y Ding (B&M Shanghai) (0.3).	1.50	780.00
12/06/09	Vivian W. Wu	Reviewing emails from F Zehnder and E Lim regarding properties owned or leased by PRC entities (0.2); reviewing relevant due diligence documents and latest further information request list (0.3); summarising outstanding real property issues of PRC entities and sending via email summary to F Zehnder and E Lim accordingly (1.7).	2.20	1,100.00
15/06/09	Xin Huang	Verifying execution dates and party names of Joint Venture Contract and amendments of Wuhu Joint Venture and Lingyun Joint Venture.	0.70	252.00
15/06/09	Ping Liu	Revising Novation Agreements per instruction by J Liu (0.9); reviewing comment by J Deng (B&M Shanghai) on Disclosure Schedule 4.10 of Master Disposition Agreement (0.4); reviewing Schedule 4.3.1 and Schedule 4.3.2 of Master Disposition Agreement per request by J Crozier (1.5).	2.80	1,456.00
15/06/09	Vivian W. Wu	Reviewing emails from F Zehnder regarding follow-up queries on properties leased by Lingyun Joint Venture and Suzhou WFOE (0.1); reviewing previous summaries and correspondences on same (0.2); drafting emails to reply to F Zehnder's queries (0.4); reviewing Land Use Right Certificate and Building Ownership Certificate of Ascendra Xin-su (0.4); preparing email to reply to E Lim's queries on Suzhou WFOE's self-owned properties (0.4).	1.50	750.00
16/06/09	Ping Liu	Discussion with X Huang (B&M Beijing) regarding update to list of outstanding operation permits of PRC entities.	0.10	52.00
16/06/09	Vivian W. Wu	Forwarding Supplemental Agreement to two Build to Lease Agreements to F Zehnder and E Lim.	0.10	50.00
17/06/09	Xiangyang Ge	Reviewing various correspondence regarding signing and property information of PRC entities.	0.30	282.00

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
17/06/09	Xin Huang	Inquiring with Zhuozhou Statistic Bureau regarding Statistic Registration Certificate of Lingyun JV (0.2); conducting research regarding Pollutant Discharge Permit of Linyun JV (0.1).	0.30	108.00
17/06/09	Vivian W. Wu	Requesting Building Ownership Certificate regarding premises leased by Suzhou WFOE from Delphi (0.1); sending same to E Lim (0.1); commenting on issuance entity and date (0.1).	0.30	150.00
18/06/09	Xiangyang Ge	Reviewing and approving revisions to Schedule 4.3.1 and Schedule 4.3.2 of Master Disposition Agreement.	0.20	188.00
18/06/09	Xin Huang	Reviewing Joint Venture Contract and Articles of Association of Lingyun Joint Venture and Wuhu Joint Venture regarding Voting Trust Agreement, restricting voting, distribution right and transferability; summarising relevant provisions re same.	1.30	468.00
18/06/09	Ping Liu	Reviewing and revising draft confirmation by X Huang on Paragraph 2 of Schedule 4.3.1 of Master Disposition Agreement (0.2); reviewing revisions to Schedule 4.3.2 of Master Disposition Agreement (0.3); commenting on Q Yu's statement to share pledge under Schedule 4.3.2 of Master Disposition Agreement (1.4).	1.90	988.00
18/06/09	Vivian W. Wu	Preparing email to F Zehnder regarding status of two Guarantee Letters.	0.10	50.00
19/06/09	Xin Huang	Discussion with P Liu (B&M Beijing) regarding updates on Due Diligence Report.	0.10	36.00
19/06/09	Ping Liu	Discussion with C He regarding revision to Schedule 4.3.1 of Master Disposition Agreement (0.2); revising Schedule 4.3.1 of Master Disposition Agreement (0.3); discussion with Y Ding regarding social insurance contribution by Shanghai branch of Suzhou Joint Venture and labour non-compliance by Lingyun Joint Venture in Schedule 4.10 of Master Disposition Agreement (0.4); following up correspondence from F Zehnder and Q Yu regarding Lease Guarantee Novation Agreements (0.4); translating PRC section of Acquisition Bank Account Details Table into Chinese and liaising with C He regarding same (1.1).	2.40	1,248.00

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
22/06/09	Ping Liu	Discussion with X Huang regarding Delphi's replies on outstanding permits.	0.20	104.00
23/06/09	Xin Huang	Revising table of operation permit of PRC entities.	0.90	324.00
23/06/09	Ping Liu	Following up correspondences from Q Yu and J Crozier regarding labour non-compliance (0.1); updating Transaction Agenda per instruction by J Crozier (0.2).	0.30	156.00
24/06/09	Xiangyang Ge	Reviewing revisions and updates on table of operation permit of PRC entities.	0.50	470.00
24/06/09	Xin Huang	Revising table of operation permit of PRC entities.	2.20	792.00
24/06/09	Ping Liu	Replying to request by J Broughton on documentation evidencing current directors of three PRC entities (0.9); following up correspondence from Y Ding and J Crozier regarding labour non-compliance (0.3).	1.20	624.00
25/06/09	Xin Huang	Telephone call with C He regarding due diligence documents (0.2); conducting research on issuance authority of Receipt of Reporting Form for Project Liable to Induce Occupational Disease (0.2); inquiring with Suzhou Industrial Park Environmental Protection Bureau regarding Pollutant Discharge Permit (0.3); discussion with P Liu and Y Ding regarding various labor non-compliance issues of PRC entities found through due diligence (0.2); revising the table of operational permit of PRC entities (0.6); drafting email to C He regarding outstanding information on operational permits of PRC entities (0.2).	1.70	612.00
25/06/09	Ping Liu	Following up correspondence from J Deng regarding employment non-compliance by PRC entity of Delphi (0.3); updating PRC section of Closing Agenda sent by J Crozier (2.2).	2.50	1,300.00
Total: Beijing Office				\$13,322.00

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Berlin Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Hermann Ali Hinderer	Reviewing various emails provided by J Crozier regarding redraft of German Local Transfer Agreement (0.3); exchanging emails with J Crozier regarding various open issues in German Local Transfer Agreement (e.g. relating to possibility of GM to demand termination of employees objecting to transfer to GM and liabilities assumed by GM) (0.3); revising German Local Transfer Agreement (2.2); drafting cover mail and sending out mail with revised documents to J Crozier (0.2).	3.00	1,448.73
04/06/09	Hermann Ali Hinderer	Reviewing MDA and adjusting German Local Transfer Agreement to MDA (1.3); drafting and sending out cover email to Delphi with German Local Transfer Agreement (0.2).	1.50	724.37
04/06/09	Roman C. Jüngling	Reviewing German Sale, Purchase and Transfer Agreement regarding definitions from Master Disposition Agreement (1.7 hrs.); discussing results with H Hinderer (B&M Berlin) (0.2 hrs).	1.90	721.41
05/06/09	Hermann Ali Hinderer	Reviewing draft local Local Transfer Agreement revised by Delphi; drafting and sending out email regarding same matter to M Kuschnick (0.4); brief telephone conference with local Delphi counsel (0.1).	0.50	241.46
08/06/09	Alexander Wolff	Reviewing state of affairs in employment matters; preparing email H Hinderer regarding Local Transfer Agreement concerning Transferred Employees.	0.40	260.96
08/06/09	Hermann Ali Hinderer	Discussing Local Asset Transfer Agreement with M Kuschnick (0.4); telephone conference with Delphi on open issues re Local Asset Transfer Agreement (e.g. transfer of employees, venue and fees and expenses clauses etc.) (1.2); preparing and sending out revised draft of Local Asset Transfer Agreement to Delphi based on telephone conference (2.2); liaising with B&M London on several Local Transfer Agreement issues (assumption of employee liabilities, fees and expenses) (0.7).	4.50	2,173.10

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/06/09	Hermann Ali Hinderer	Liaising with Delphi local counsel on open issues relating to Local Asset Transfer Agreement (e.g. assumption of employee liabilities, fees and expenses etc.) (0.3); liaising with B&M London regarding same matter (0.1); discussing Local Transfer Agreement with M Kuschnick (0.1); revising Local Transfer Agreement (0.4); drafting and sending out email to Delphi with revised Local Transfer Agreement (0.1).	1.00	482.91
10/06/09	Alexander Wolff	Preparing email to I Vagne and Mr Lemke regarding German employment issues.	0.60	391.44
10/06/09	Hermann Ali Hinderer	Discussion with J Crozier latest draft of Local Asset Transfer Agreement (0.2); drafting and sending out email to Delphi's local counsel regarding same (0.1); revising Local Asset Transfer Agreement (0.4); drafting and sending out email to Delphi attaching revised Local Asset Transfer Agreement (0.1).	0.80	386.33
22/06/09	Alexander Wolff	Preparing email to Y. Payne regarding employment liabilities in Germany.	0.30	195.72
23/06/09	Alexander Wolff	Preparing email to R Dookhun regarding risks entailed by postponement of transfer date regarding Transferred Employees.	0.70	456.68
24/06/09	Alexander Wolff	Preparing email to Ms Kleffmann regarding Settlement of Interest Agreement (0.20); preparing email to Mr Lemke regarding Proposal for Information Letter and Settlement of Interest Agreement (0.20).	0.40	260.96
24/06/09	Hermann Ali Hinderer	Organising closing of Project Rhodes: Reviewing and revising closing step list.	0.70	338.04
24/06/09	Hermann Ali Hinderer	Preparing Closing Project Rhodes: Drafting and sending out email to General Motors local contact regarding closing and necessary steps for taking over various real estate located in Germany.	0.60	289.75
24/06/09	Hermann Ali Hinderer	Preparing Closing Project Rhodes: Drafting and sending out email to Delphi local counsel regarding steps for closing.	0.40	193.16

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
24/06/09	Hermann Ali Hinderer	Preparing Closing Project Rhodes: Revising Lease Agreement for Rüsselsheim according to instructions of local General Motors contact (1.2); drafting and sending out email to lessor with revised Lease Agreement attached explaining amendments and further steps (0.4).	1.60	772.64
29/06/09	Alexander Wolff	Attending to email and telephone conference with Mr Lemke regarding Settlement of Interest Agreement regarding Delphi and information letter to affected employees (0.80); preparing email to Mr Lemke regarding Employment Contract of Mr Lenzke (0.40); amending Information Letter to employees and preparing email to W Ralph (General Motors) (1.20).	2.40	1,565.76
30/06/09	Alexander Wolff	Email correspondence with W Ralph, Mr Lemke and attorney of Delphi regarding Information Letter (0.80); preparing email to Mr Lemke regarding Tripartite Agreement with Mr Lenzke (1.10).	1.90	1,239.56
Total: Berlin Office				\$12,142.98

Frankfurt Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/06/09	Guenther H. Heckelmann	Reviewing pre-closing checklist regarding German employment issues (0.20); correspondence with H Hinderer and A Wolff regarding employment input (0.20).	0.40	309.50
08/06/09	Jan Gernoth	Working with J Crozier on solution for Rhodes Germany's capital maintenance issue (0.2h); reviewing Closing Step List and working with H Hinderer on Closing Step List (0.3h); telephone conversation with M Kuschnick regarding Rhodes Germany re Rhodes Germany's capital maintenance issue (0.2h); preparing email to M Kuschnick summarising Rhodes Germany's capital maintenance issue (0.7h).	1.40	807.80
15/06/09	Jan Gernoth	Preparing email to M Kuschnick regarding status of analysis of financial situation of Rhodes Germany.	0.10	57.70

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
18/06/09	Nicole Bassmann	Updating list of bank accounts provided by J. Broughton (0.3); preparing email to J Gernoth (B&M Frankfurt) and to J Broughton regarding same (0.2).	0.50	112.71
23/06/09	Guenther H. Heckelmann	Reviewing draft Equalisation of Interest Agreement and Transfer Letter to employees (0.20); correspondence with A Wolff regarding same (0.20).	0.40	309.50
24/06/09	Guenther H. Heckelmann	Correspondence with A Wolff regarding details of Equalisation of Interest Agreement between Delphi and their works council and implications for General Motors.	0.30	232.12
29/06/09	Guenther H. Heckelmann	Correspondence with A Wolff regarding Transfer Letters to employees.	0.30	232.12
29/06/09	Nicole Bassmann	Reviewing email of J Broughton regarding signatories bank account.	0.30	67.63
30/06/09	Nicole Bassmann	Reviewing bank documentation of Deutsche Bank and Commerzbank of Rhodes Germany GmbH (0.3); preparing email to Commerzbank (0.3); amending draft Mandate Letter to Deutsche Bank (0.4).	1.00	225.42
Total: Frankfurt Office				\$2,354.50

Madrid Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/06/09	Concha Martín	Providing Advice to Ms. Jannan Crozier (B&M London) on Delphi's Spanish employees benefits and the way to keep these benefits once the employee has been transferred to GM in France.	0.40	266.00
09/06/09	Santiago Martínez Gimeno	Drafting correspondence regarding possibilities of seconding Delphi's employees to third company to render services for the company considering that G.M. is not acquiring a company in Spain.	0.40	157.75
12/06/09	Isabel De Otaola	Preparing email advising on situations that may generate Permanent Establishment (PE) for tax purposes.	0.40	276.00
12/06/09	Manuel Alonso	Drafting email regarding PE risk analysis with regards to contracting employee in Spain by foreign company.	1.60	550.16

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
17/06/09	Santiago Martínez Gimeno	Drafting note regarding procedure to hire in Spain a former employee's of Delphi through foreigner company in order to render services in Spain bearing in mind that the Company will not have a legal vehicle in Spain.	1.30	512.69
17/06/09	Patricia Ma. Rodriguez	Interoffice discussion with M Alonso (B&M Madrid) on tax implications derived from hiring an employee in Spain.	0.20	109.80
23/06/09	Isabel De Otaola	Reviewing description of employee's job for purposes of determining whether or not he could create permanent establishment in Spain.	0.40	276.00
29/06/09	Isabel De Otaola	Conference calls with J Crozier and with P Ruiz (General Motors) regarding Spanish PE due to employee activities.	0.80	552.00
29/06/09	Concha Martín	Analysing last information related to Mr Aguilera and Mr Rojas' pension plans; advising on legal consequences of breach of those agreements if the company does not provide them with equivalent employment conditions in France.	0.30	199.50
29/06/09	Manuel Alonso	Analysing PE risk regarding contracting employee in Spain by foreign company (1.2); various telephone conversations with J Crozier and P Ruiz with regards to the PE risk of contracting an employee in Spain through a foreign company (0.4).	1.60	550.16
29/06/09	Santiago Martínez Gimeno	Conference call with Jannan Crozier (B&M London) and Sophie Marlange (B&M Paris) regarding pension scheme applicable to former employees of Delphi who were transferred to France.	0.80	315.51
30/06/09	Isabel De Otaola	Preparing email with our advice on existence of Spanish PE due to employee activities.	0.90	621.00
30/06/09	Manuel Alonso	Drafting email regarding PE risk analysis on contracting employee in Spain by foreign company.	0.50	171.93
Total: Madrid Office				\$4,558.50

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Melbourne Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Bryony Binns	Reviewing emails from J Crozier and S McGrath regarding latest drafts of MSPA and Local Transfer Agreement (10 minutes); conferring with S McGrath regarding same and drafting contingency liability clauses pending urgent instructions re employee liability agreement (20 minutes); telephone attendance on S McGrath regarding removal of leave payment wording in clause 10 of Local Transfer Agreement upon GM's assumption of all pre and post closing liability (10 minutes)	0.70	293.42
01/06/09	Sharon McGrath	Email correspondence from J Crozier regarding steering transaction progress and telephone discussion with N Nuttall regarding same (1.5 hrs); reviewing updated Master Disposal Agreement regarding employee liabilities and email correspondence and telephone discussions with J Crozier and B Binns regarding same (2 hrs); reviewing and revising draft Local Transfer Agreement to confirm to new Master Disposal Agreement. (2.5 hrs)	6.00	2,444.58
01/06/09	Simon Schenkel	Reviewing Patent and Trade Mark Assignments documents to compare changes made by Delphi (0.1 hrs) and preparing email to S McGrath attaching comparison documents to show changes made by Delphi and making observation on changes (0.2 hrs).	0.30	70.03
02/06/09	Sharon McGrath	Email correspondence with P Lo regarding agreed form Local Agreements for Australia (0.5 hrs); discussions with S Schenkel (B&M Melbourne) regarding completion checklist (0.2 hrs); reviewing amendments to Completion Checklist (0.2 hrs).	0.90	366.69
02/06/09	Simon Schenkel	Reviewing all email correspondence for the previous week for the purposes of updating Australian Completion Checklist (0.2 hrs) and updating Australian Completion Checklist (0.3 hrs).	0.50	116.72

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/06/09	Kellie-Ann McDade	Reviewing emails regarding finalisation of Local Transfer Agreements (0.1 hrs); reviewing MDA and Local Transfer Agreement (0.1 hrs); discussing issues regarding Local Transfer Agreement with B Binns (0.2 hrs); discussing issues regarding employees clause of Local Transfer Agreement with S McGrath (0.1 hrs); drafting email to B Binns with update regarding amendments to employees clause of Local Transfer Agreement (0.2 hrs)	0.70	224.76
05/06/09	Sharon McGrath	Email correspondence with J Crozier regarding transaction on next steps and final form Local Transfer Agreement (0.1 hrs); reviewing final Master Agreement and checking Local Transfer Agreement to determine if any conforming changes were required (1.6 hrs); amending Local Transfer Agreement and email correspondence with P Lo regarding same (0.9 hrs).	2.60	1,059.32
06/06/09	Sharon McGrath	Email correspondence with P Lo and J Crozier and telephone conversation with P Lo regarding further amendments to draft Local Transfer Agreement (1 hrs); reviewing proposed amendments to draft Local Transfer Agreement (2 hrs).	3.00	1,222.29
08/06/09	Sharon McGrath	Reviewing and revising Completion Agenda and email correspondence with J Crozier regarding same (1.5 hrs); email correspondence with P Lo and J Crozier regarding final version of Local Transfer Agreement (1.5 hrs).	3.00	1,222.29
09/06/09	Ian Kellock	Discussions with S McGrath regarding tax issues on proposed acquisition of steering business.	0.20	128.00
09/06/09	Kellie-Ann McDade	Reviewing emails regarding employee listings and completion steps (0.3 hrs); discussing issues regarding employees clause of Local Transfer Agreement with B Binns (0.3 hrs); reviewing Transaction Agenda (0.1 hrs); drafting email to S McGrath regarding closing (0.1 hrs); reviewing email response from S McGrath (0.1 hrs); discussing issues with B Binns and S McGrath (0.2 hrs); reviewing finalised Australian Transaction Agenda (0.1 hrs).	1.20	385.31

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/06/09	Bryony Binns	Reviewing emails from S McGrath regarding transaction step list and employee transfer and changes to Local Transfer Agreement (20 minutes); conferring with K McDade (B&M Melbourne) regarding step list (10 minutes); preparing email to N Nuttall and conferring with S McGrath regarding same (20 minutes)	0.70	293.42
09/06/09	Sharon McGrath	Email correspondence with J Crozier and P Lo regarding Local Transfer Agreement and final amendments to fees and expenses provisions (1 hrs); reviewing updated Australian completion agenda and email correspondence with P Lo regarding same (0.8 hrs).	1.80	733.37
09/06/09	Simon Schenkel	Reviewing various emails between P. Lo and S. McGrath and J. Crozier regarding Local Transfer Agreement logistics including timing for getting to agreed form and amendments (0.2 hrs); reviewing execution copy Master Agreement and updating Local Transfer Agreement (0.5 hrs); preparing updated Australian Completion Checklist and Global Checklist (0.7 hrs); drafting email to P Lo regarding draft Completion Agenda and setting up call to discuss items on agenda (0.1 hrs).	1.50	350.15
10/06/09	Sharon McGrath	Email correspondence with J Crozier and P Lo regarding Local Transfer Agreement and Completion Agenda.	0.50	203.72
11/06/09	Sharon McGrath	Reviewing final Australian Local Transfer Agreement received from J Crozier (0.4 hrs); email correspondence with C Taylor regarding employee query (0.1 hrs); email correspondence with P Lo regarding signatory for Brandon Park Landlord Letter and telephone discussion with N Nuttall regarding same (0.4 hrs).	0.90	366.69
12/06/09	Bryony Binns	Conferring with N Nuttall regarding list of employees and letters to employees to transfer from Delphi steering to Rhodes upon Completion.	0.30	125.75
12/06/09	Sharon McGrath	Email correspondence with P Lo and J Crozier regarding final form Australia Local Transfer Agreement (0.4 hrs); email correspondence with C Taylor and N Nuttall regarding employee transferee list (0.2 hrs).	0.60	244.46

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
16/06/09	Sharon McGrath	Email correspondence with P Lo and M Pennings regarding Brandon Park lease landlord consent and employee schedule (0.6 hrs); discussion with S Schenkel regarding table of company details (0.3 hrs); reviewing and forwarding updated table to J Crozier (0.8 hrs); email correspondence with J Crozier regarding updated and final Local Transfer Agreement including employee schedule (0.4 hrs).	2.10	855.60
16/06/09	Simon Schenkel	Reviewing Rhodes Information Table sent by J Crozier (0.1 hrs); arranging ASIC Company Search of Rhodes Automotive Manufacturing Pty Ltd; reviewing Company Search and completing Information Table (0.5 hrs); discussion with S McGrath regarding signing powers of Rhodes Automotive Manufacturing Pty Ltd (0.2 hrs); reviewing Rhodes Automotive Manufacturing Pty Ltd Constitution for signing powers issues (0.4); updating table and preparing email to T Bolster attaching updated table (0.3 hrs); reviewing Rhodes Automotive Manufacturing Pty Ltd constitution to determine whether shareholder approval is required to enter into Local Transfer Agreement and other agreements (0.3 hrs); updating Completion Checklists (0.4 hrs); preparing email to S McGrath attaching updated Completion Agenda (0.1 hrs).	2.30	536.89
17/06/09	Sharon McGrath	Email correspondence with P Lo, N Nuttall and other attendees regarding completion agenda conference call.	0.50	203.72
18/06/09	Kellie-Ann McDade	Reviewing email from S McGrath regarding Transaction Agenda query (0.1 hrs); discussing issues regarding transaction agenda with B Binns (0.1 hrs); reviewing terms of Enterprise Agreement (0.1 hrs); reviewing applicable legislation (0.1 hrs); telephone attendance with HR manager (0.2 hrs); drafting email to T Bolster regarding Union consultation (0.4 hrs).	1.00	321.09

BARKER & MCKENZIE

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Time and Cost Detail

Invoice No. 1120581
VAT No. GB 238 5592 33
(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
18/06/09	Sharon McGrath	Email correspondence from J Broughton regarding Rhodes bank accounts (0.2 hrs); email correspondence with N Nuttall, P Gong (Delphi) and J Grange (B&M Sydney) regarding same (0.3 hrs); email correspondence with T Bolster regarding employment completion agenda item (0.2 hrs).	0.70	285.20
18/06/09	Simon Schenkel	Reviewing email from J Broughton regarding authorised bank signatories (0.1 hrs); telephone call to HSBC to determine requirements for changing authorised signatories on accounts (0.4 hrs); reviewing email from HSBC enclosing details for change of signatories including Authorised Referee Form (0.1 hrs); reviewing email from P Gong providing bank account details (0.1 hrs); preparing Australian section of Table of Bank Accounts (0.3 hrs); reviewing constitution of Rhodes Automotive Manufacturing Pty Ltd to determine corporate steps for changing signatories (0.2 hrs); preparing email to J Broughton detailed corporate steps to change signatories on Rhodes Automotive Manufacturing Pty Ltd's bank accounts and attaching updated Bank Signatory table (0.2 hrs).	1.40	326.80
19/06/09	Kellie-Ann McDade	Reviewing emails from B Binns and S McGrath; discussing issues with B Binns (0.3 hrs).	0.30	96.33
19/06/09	Sharon McGrath	Conference call with General Motors and Delphi personnel regarding draft completion agenda (Australia) (1.8 hrs); email correspondence with N Nuttall, P Lo and B Binns regarding outcomes of conference call (0.2 hrs).	2.00	814.86
19/06/09	Simon Schenkel	Conference call to review Australian completion agenda (1.8 hrs); reviewing emails to prepare updated Completion Agenda; (0.2 hrs) updating Australian completion agenda following conference call and circulating to Australian local General Motors and Delphi teams (0.6 hrs).	2.40	560.23
22/06/09	Kellie-Ann McDade	Reviewing Australian completion agenda (0.1 hrs); amending employment issues in completion agenda (0.1 hrs); reviewing email from R Dookhun regarding liability issues (0.1 hrs).	0.30	96.33

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23/06/09	Kellie-Ann McDade	Drafting email to B Binns regarding employment issues (0.3 hrs); discussing WorkCover issues with S Schenkel (0.1 hrs); telephone attendance with P Lo and S Schenkel regarding WorkCover issues (0.2 hrs).	0.60	192.65
23/06/09	Simon Schenkel	Telephone call from P Lo regarding employment and WorkCover issues (0.7 hr); reviewing Completion Checklist (0.4 hr); reviewing email from J Crozier regarding completion action items (0.1 hr); preparing Board Resolution for Rhodes Automotive approving transaction (1.2 hr); preparing email to P Lo enclosing draft resolution and seeking other documents as per Master Agreement (0.3 hr); updating Global Completion Checklist (1.2 hr); preparing email to T Bolster responding to various completion matters including requirement for resolutions under Australian law and capitalisation issues for local Rhodes entity (1.4 hrs); sending via email final local transaction documents to J Crozier (0.2 hr).	5.50	1,283.87
23/06/09	Sylvia Cary	Receiving instructions from S Schenkel to obtain ASIC company search for Rhodes Automotive Manufacturing Pty Ltd.	0.20	111.92
24/06/09	Bryony Binns	Telephone conference with L Donne, K Newman and K McDade regarding employment integration matters (40 minutes); conferring with S Schenkel and K McDade regarding HR matters and workers' compensation liability (10 minutes); reviewing email from S Schenkel regarding workers' compensation issues and responding to same (10 minutes); drafting lengthy email to N Nuttall and N Kalanoski summarising call with L Donne regarding HR step list and outstanding HR items for General Motors (20 minutes); reviewing and amending draft email to R Dhukkan regarding impact of failure to complete on HR matters (10 minutes)	1.50	628.76
24/06/09	Kellie-Ann McDade	Amending email response to R Dookhun (0.2 hrs).	0.20	64.22

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24/06/09	Kellie-Ann McDade	Discussing worker's compensation issues with S Schenkel (0.2 hrs); discussing worker's compensation issues with B Binns (0.2 hrs); telephone conference with L Donovan and K Newman regarding employment integration matters (0.5 hrs); discussing worker's compensation and employment liability issues with B Binns (0.1 hrs); discussing P Lo's queries regarding worker's compensation issues with S Schenkel (0.2 hrs); editing email response to R Dookhun regarding employment liabilities (0.2 hrs).	1.40	449.53
24/06/09	Simon Schenkel	Discussion with B Binns and K McDade regarding WorkCover issues and following up on employment issues generally in anticipation of local closing (0.3 hrs); telephone call to P Lo to discuss WorkCover and employment insurance issues (0.4 hrs); preparing email to B Binns and K McDade (0.1).	0.80	186.74
25/06/09	Bryony Binns	Reviewing email from J Crozier regarding Australian offer and conferring with K McDade regarding same (10 minutes); conferring with S Schenkel regarding workers compensation issues (10 minutes); finalising emails to W Ralph and J Crozier regarding same (25 minutes).	0.80	335.34
25/06/09	Simon Schenkel	Amending Global Completion Checklist (1.1 hrs); reviewing email from J Crozier regarding requesting arranging execution of QAD Licensing Agreement and emails regarding arrangements for execution of QAD Software Agreement including telephone call with P Gong of Local Delphi to discuss background of agreement (1.8 hrs); attending to arrangements with Local Delphi regarding execution of Transfer and Variation of Somerton Lease (0.2 hrs); attending to emails regarding expense payments (0.2 hrs); reviewing and discussion with B Binns of employee insurance issues including review of Local Transfer Agreement and Master Agreement (1 hr); attending to emails regarding counterparty supplier and customer contract issues to N Nuttall (0.5 hrs).	4.80	1,120.46

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25/06/09	Kellie-Ann McDade	Reviewing emails from W Ralph and B Binns regarding employment offers (0.3 hrs); discussing issues regarding offers with B Binns (0.2 hrs); drafting response to Rhodes and GMH regarding offers and plan matters to be included in response (0.6 hrs); reviewing terms of Local Transfer Agreement (0.1 hrs); drafting email response to General Motors and Rhodes regarding offers and employment matters (0.3 hrs); drafting email response to Delphi (0.3 hrs).	1.80	577.96
26/06/09	Kellie-Ann McDade	Reviewing emails from W Ralph and B Binns (0.1 hrs); amending letters of offer (0.1 hrs).	0.20	64.22
26/06/09	Simon Schenkel	Reviewing execution of QAS Agreement and sending via email QAS Agreement to P Gong.	0.40	93.37
29/06/09	Bryony Binns	Reviewing and responding to email of S Schenkel regarding post-transaction costs (10 minutes); exchanging emails with N Nuttall regarding internal GMH arrangements regarding transfer (5 minutes).	0.30	125.75
29/06/09	Simon Schenkel	Discussion with S McGrath regarding completion action items and status update (0.3 hrs); reviewing email from J Crozier including Schedule of Plan Benefits for Rhodes Automotive Manufacturing Pty Ltd (0.1 hrs); arranging signatures by Rhodes Automotive Manufacturing Pty Ltd directors (0.3 hrs); preparing email to P Lo regarding employee insurance matters (0.2 hrs); sending via email constitution of Rhodes Automotive Manufacturing Pty Ltd to N Nuttall (0.1 hrs); reviewing email from N Nuttall requesting company information for Rhodes Automotive Manufacturing Pty Ltd and reviewing ASIC Company search (0.3 hrs); replying to N Nuttall detailing information of Rhodes Automotive Manufacturing Pty Ltd (0.2 hrs); preparing emails to P Gong regarding Goods and Services Tax issues (0.4 hrs); preparing email to B Binns regarding anticipated employee related expenses for closing and review response (0.3 hrs); preparing email to G Ho regarding expenses for closing and reviewing response (0.3 hrs); preparing further email to P Gong regarding stamp duty issues (0.1 hrs).	3.50	817.01

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29/06/09	Sharon McGrath	Discussion with S Schenkel regarding completion matters for steering transaction (0.3 hrs); and reviewing email correspondence from J Crozier, B Binns and S Schenkel regarding same (0.1 hrs).	0.40	162.97
30/06/09	Simon Schenkel	Reviewing emails from P Lo regarding employee insurance matters (0.2 hrs); reviewing comments on Australian Completion Checklist from P Lo and updating Australian Completion Checklist to include comments and current details (0.5 hrs); reviewing email from M Pennings regarding update on arranging landlord's signature on Transfer and Variation of Somerton Lease and National Australia Bank's Consent regarding Brandon Park Lease including information in Australian Completion Checklist (0.2 hrs); preparing email to G. Ho regarding stamp duty calculations (0.2 hrs); preparing Capitalisation Agenda (0.8 hr); reviewing email from P Lo regarding Delphi Officer's Certificate and preparing email to J Crozier regarding global approach (0.3 hrs); reviewing response from J Crozier and preparing email to P Lo regarding global approach in connection with completion deliverables (0.2 hrs); preparing email to B Binns seeking information on employment matters following P Lo's email (0.2 hrs); reviewing email from P Gong enclosing draft Goods and Services Tax invoice (0.1 hrs); preparing email to G Ho regarding provision of an indicative GST estimate for local closing (0.1 hrs); reviewing Trade Waste Agreement between Delphi Australia and Yarra Valley Water and responding to P Lo (0.3 hrs); discussions with G Ho regarding stamp duty issues (0.2 hrs); updating Capitalisation Agenda (0.2 hrs); amending Capitalisation Agenda following comments from S McGrath (0.1 hrs); preparing email to T Bolster attaching capitalization agenda and explaining certain items in capitalization agenda (0.2 hrs); preparing email to G Ho regarding provision of estimate of stamp duty liability (0.2 hrs); preparing emails to J Crozier regarding capitalization agenda items (0.2 hrs).	4.20	980.40

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
30/06/09	Bryony Binns	Preparing for and telephone conference with N Kalanoski and C Meallin regarding various employee matters related to transfer of employees to Rhodes and union consultation upon completion (45 minutes); exchanging emails with S Schenkel and P Lo regarding employee timetable (20 minutes).	1.00	419.17
30/06/09	Kellie-Ann McDade	Reviewing emails regarding employment Completion Checklist (0.2 hrs).	0.20	64.21
30/06/09	Sharon McGrath	Discussions with S Schenkel regarding expenses payable by Rhodes Australia on completion and reviewing email correspondence regarding same (0.5 hrs); email correspondence from and to G. Ho regarding completion agenda update, employee transfer procedure and Somerton lease transfer mechanics (0.5 hrs).	1.00	407.43
Total: Melbourne Office				\$22,034.00

Mexico City Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	José Postigo Uribe	Reviewing and exchanging several emails with J Crozier; reviewing matters on real estate at Sabinas Nuevo Leon; exchanging emails with G Adame-Alvarez; reviewing matters on alternatives procedures. (Dated worked 31 May)	1.50	435.00
01/06/09	Gerardo Adame-Alvarez	(On 29 May) Conference call with C Salazar and A Olivas (Delphi) to discuss changes to Local Transfer Agreements (1.0 hrs); (on 31 May) exchanging emails with J Crozier and J Postigo-Uribe regarding Sabinas title issue (0.7 hrs); reviewing final versions of Local Transfer Agreements proposed by Delphi (2.0 hrs); preparing changes to Local Transfer Agreements to conform such document to Master Distribution Agreement (1.0 hrs); preparing changes to Participation Agreement (0.7 hrs); exchanging emails with J Crozier, C Salazar and J Postigo-Uribe re. final versions of Local Transfer Agreements and Participation Agreement (0.3 hrs); conference calls with J Crozier and C Salazar re. pending documents to be provided to complete due diligence (0.3 hrs).	6.00	920.70

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01/06/09	José Postigo Uribe	Review emails and information sent by J Crozier (0.3); several telephone conferences with G Adame-Alvarez; review, discuss and modify Local Transfer Agreements (0.6); review emails by C Salazar (0.3); review real estate matters and documents (0.2); review labour matters and review issues on transfers of permits (0.3).	1.70	493.00
02/06/09	José Postigo Uribe	Review email and comments by C Salazar (0.3); review issues on Local Transfer Agreements and modified clauses (1.0); review emails and documents sent by I Martínez (1.0); interoffice conference with G Adame-Alvarez; review matters on Local Transfer Agreements (0.5).	2.80	812.00
02/06/09	Gerardo Adame-Alvarez	Exchanging emails with J Crozier and C Martínez in connection with execute version of the MDA and pending matters to finalize Local Transfer Agreements (0.3 hrs); reviewing schedules of MDA sent by I Martínez (0.7 hrs).	1.00	153.45
03/06/09	José Postigo Uribe	Review emails by J Leon and G Park; review comments and revise version of Local Transfer Agreement (0.6); review issues and modifications to draft of public deed for sale of real estate (0.4); review matters on property of Sabinas Nuevo Leon, review issues on further registrational investigations and email by C Salazar (0.4).	1.40	406.00
04/06/09	José Postigo Uribe	Review matters on schedules to MDA and review emails by J Crozier (1.2); review and discuss issues on jurisdiction clause, interoffice conference with G Adame-Alvarez (0.4); review and discuss revised versions of Local Transfer Agreements, review emails by C Salazar (0.4); review matters on real estate investigations, review and discuss preliminary fundings report, reviewing matters on additional modifications, issues on schedule 2 and email by J Leon (0.5).	2.50	725.00

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04/06/09	Gerardo Adame-Alvarez	Including Santamarina y Steta's and General Motors's comments to Local Transfer Agreements (1.5 hrs); preparing final version of the Local Transfer Agreements to be discussed with Delphi (1.0 hrs); reviewing executed version of MDA to verify that Local Transfer Agreements conform with MDA (0.7 hrs); exchanging emails with J Crozier regarding finalisation of Local Transfer Agreements, timing and pending issues to be negotiated with Delphi regarding jurisdiction and governing law of Local Transfer Agreements (0.8 hrs).	4.00	613.80
05/06/09	José Postigo Uribe	Review emails by J Crozier; review MDA and matters on Local Transfer Agreement modifications (0.7); interoffice conference with G Adame-Alvarez (0.2); review emails by R Dookhun; review labor matters transfer issues and issues on jurisdiction (0.4).	1.30	377.00
05/06/09	Gerardo Adame-Alvarez	Conference call with C Salazar to follow-up on investigations conducted by J Silveyra on Sabinas property (1.0 hrs); coordinating conference call with General Motors, Santamarina y Steta and Delphi to conclude Local Transfer Agreements (0.3 hrs).	1.30	199.49
08/06/09	Salvador Pasquel Villegas	Interoffice conference with J Postigo-Uribe regarding the status chart provided by R Dookhun including the labour actions to be implemented in Mexico if an employer substitution is implemented. (0.40) Reviewing the referred chart and elaboration of further comments to same based on the information received by GM Mexico and the possible dates of implementation of those labor actions (0.60).	1.00	250.00
08/06/09	José Postigo Uribe	Review emails by J Crozier; interoffice conference with S Pasquel-Villegas, review and discuss labor matters (0.7); telephone conference with General Motors Mexico, Delphi Mexico, Santamarina y Steta and B&M; reviewing and discussing Local Transfer Agreements (0.8); review matters on MDA and issues on coverage of reps & warranties for local transaction; reviewing issues on real property (0.7).	2.20	638.00

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/06/09	Gerardo Adame-Alvarez	Conference call with General Motors and Delphi to discuss pending items for finalisation of Local Transfer Agreements (1.5 hrs); conference call with C Salazar; exchanging emails with J Vázquez-Silveyra regarding investigation on Sabinas title of property (1.0 hrs); exchanging emails with J Crozier to update regarding finalisations of Local Transfer Agreements (0.5 hrs).	3.00	460.35
09/06/09	Salvador Pasquel Villegas	Reviewing labour and social security wording in Mexican Local Transfer Agreements that will be applicable according with instructions sent by J Crozier (0.80); electronic communication to J Postigo-Urbe and G Adame-Alvarez regarding same (0.20).	1.00	250.00
09/06/09	José Postigo Uribe	Review emails by J Leon; review and analysis of issues on jurisdiction clause, particularities of transaction in Mexico and pre-closing transfers (0.8); exchange emails with T Bolster, review and discuss agenda (0.4); interoffice conference with G Adame-Alvarez; review matters on real estate investigation and procedures, review emails by J Vázquez-Silveyra (0.5); review email by J Crozier; review labour matters (0.2); review issues on Local Transfer Agreements additional representations and warranties (0.4); conference call with C Salazar, review matters on findings on real estate information at Nuevo Leon (0.2).	2.50	725.00
09/06/09	Gerardo Adame-Alvarez	Conference call with J Crozier to give update on status of Local Transfer Agreements (0.7 hrs); exchanging emails with C Salazar and J Vázquez-Silveyra regarding research on property antecedents of real estate located in Sabinas Hidalgo (0.7 hrs); coordinating with Santamarina y Steta update of Transaction Agenda (0.6 hrs); reviewing modifications of K Check to Local Transfer Agreements (2.0 hrs).	4.00	613.80

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10/06/09	José Postigo Uribe	Review emails by J Vázquez-Silveyra; review and discuss results of additional findings over real estate in Nuevo Leon (0.4); review email by J Leon; review matters on Local Transfer Agreements and issues on due diligence (0.4); review email by C Salazar; review list of permits and documents required (0.3); review email by A Olivas and commenting to Local Transfer Agreements; interoffice conference with G Adame-Alvarez (0.2).	1.30	377.00
10/06/09	Gerardo Adame-Alvarez	Reviewing emails from C Salazar regarding permits pending to be delivered by Delphi regarding SteeringMex (0.3 hrs); reviewing emails sent by J León Orantes (SyS) regarding representations and warranties (0.5 hrs); conference call with C Salazar to give update on search of registries regarding Sabinas title of property (0.2 hrs).	1.00	153.45
11/06/09	José Postigo Uribe	Review matters on Local Transfer Agreements; review emails by C Salazar, J Crozier, M Taigman and J Kannan; review matters on reps and warranties and jurisdiction (0.6); several telephone conference with G Adame-Alvarez; review matters on real property issues; review legal memorandum and processes (0.4).	1.00	290.00
11/06/09	Gerardo Adame-Alvarez	Conference call with J Vázquez-Silveyra to discuss results of research of antecedents of Sabinas property and conclusions.	0.80	122.76
16/06/09	José Postigo Uribe	Several telephone conferences with G Adame-Alvarez, review and discuss real estate issues and procedures, review emails by C Salazar and comments on real estate opinion by Santamarina y Steta; review emails by J Vázquez-Silveyra (0.7); review Local Transfer Agreements and modifications; review matters on real estate language (0.3).	1.00	290.00
16/06/09	Gerardo Adame-Alvarez	Reviewing Access Agreement entered into by and between Platinum and General Motors; conference call held with S-S (2.5 hrs), J Vázquez-Silveyra and J Bernardo García and General Motors to discuss results on investigation over title of property to Sabinas Hidalgo property (0.8 hrs).	3.30	506.39

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17/06/09	José Postigo Uribe	Interoffice conference with G Adame-Alvarez, review and discuss real estate legal status matters, issues on additional comments by SS and required procedures (0.7); review matters on language for specific amendment to Local Transfer Agreement (0.3); review matters on bank accounts, review emails by C Salazar and commenting to final draft of Local Transfer Agreements (0.5).	1.50	435.00
17/06/09	Gerardo Adame-Alvarez	Preparing updated version of Local Transfer Agreements (1.7 hrs); exchanging emails with Santamarina y Steta regarding bank accounts of Steeringmax (0.3 hrs); including comments of J Vázquez-Silveyra regarding title of property on Sabinas Hidalgo (0.5 hrs); conference call with J León Orantes to discuss matters related with updated version of Local Transfer Agreements (0.5 hrs).	3.00	460.35
18/06/09	José Postigo Uribe	Review matters on Local Transfer Agreement finalization, review wording to address issue of real property (0.4); review emails by J León, matters on additional queries by SS and memorandum on conclusion of search of antecedents and emails by J Vázquez-Silveyra (0.5); telephone conference with C Salazar, review and discuss modifications to Local Transfer Agreements and telephone conference with G Adame-Alvarez (0.4).	1.30	377.00
18/06/09	Gerardo Adame-Alvarez	Including C Salazar's comments into Local Transfer Agreements of Rio Bravo Electricos and Delphi Ensemble de Cables y Componentes; exchanging emails with A Olivas regarding final version of Local Transfer Agreements.	1.50	230.18
22/06/09	Salvador Pasquel Villegas	Electronic message to R Dookhun, J Crozier, Y Payne and S Gregory regarding possible liabilities of General Motors in the event the employer substitution is implemented and General Motors and Delphi transaction is postponed (0.60); interoffice conference with J Postigo-Uribe and G Adame-Alvarez regarding same. (0.20)	0.80	200.00

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
22/06/09	José Postigo Uribe	Review emails by A Olivas matters on Local Transfer Agreements and additional final comments (0.4); interoffice conference with G Adame-Alvarez, review email by G Park and matters on bank accounts (0.3); exchange communications with S Pasquel-Villegas, review matters employment liabilities (0.3).	1.00	290.00
22/06/09	Gerardo Adame-Alvarez	Review emails by A Olivas matters on Local Transfer Agreements and additional final comments (0.4); interoffice conference with G Adame-Alvarez, review email by G Park and matters on bank accounts (0.3); exchange communications with S Pasquel-Villegas, review matters employment liabilities (0.3).	1.00	153.45
24/06/09	José Postigo Uribe	Review Access Agreement and documents (0.6); review email and documents sent by A Olivas from Delphi (0.4); review Local Transfer Agreements, interoffice conference with G Adame-Alvarez (0.3).	1.30	377.00
25/06/09	José Postigo Uribe	Interoffice conference with G Adame-Alvarez; review matters on Local Transfer Agreements and finalization (0.3); discuss issues on guarantees under Access Agreement (0.3); reviewing emails by J Crozier and matters on closing and closing deliverables (0.2).	0.80	232.00
25/06/09	Gerardo Adame-Alvarez	Reviewing final comments of Delphi to Local Transfer Agreements; interoffice meeting with J Postigo-Urbe to discuss comments to be provided to C Salazar regarding Access Agreement.	3.00	460.35
26/06/09	José Postigo Uribe	Review email by T Bolster discuss modifications to Transaction Agenda (0.3); interoffice conference with G Adame-Alvarez, review matters on final versions of Local Transfer Agreements and Assignment Agreement (0.3); review email by C Salazar and matters on enforceability of right of access (0.2).	0.80	232.00
26/06/09	Gerardo Adame-Alvarez	Preparing updated Transaction Agenda.	1.40	214.83

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29/06/09	José Postigo Uribe	Review email by A Olivas, review matters and information on bank accounts (0.3); review email by C Salazar, review matters on modification to Access Agreement (0.3); interoffice conference with G Adame-Alvarez; review procedures for granting of Mexican Collateral, issues on enforcement of right to access and discuss changes to agreement (0.7); review and analysis of transactions, probable expenses to be incurred, reviewing emails by J Crozier and; J Broughton (0.3).	1.60	464.00
30/06/09	Salvador Pasquel Villegas	Reviewing information provided by G Adame-Alvarez regarding pending matters to be implemented in Mexico (0.20); conference call with I Martínez regarding possible date for employer substitution to take place in Mexico (0.20); electronic communication to Y Payne in order to inform her about labour actions to be implemented.(0.10)	0.50	125.00
Total: Mexico City Office				\$14,063.35

Milan Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Uberto Percivalle	Reviewing correspondence from J Crozier and of revisions to draft LTA agreement.	0.50	297.07
01/06/09	Mila Vasile	Reviewing Italian Local Transfer Agreement with reference to employment liabilities (0.4 hrs); correspondence and conference call with A Lattanzio (B&M Rome) regarding same (0.3 hrs).	0.70	162.76
05/06/09	Uberto Percivalle	Reviewing correspondence from J Dozier and recap of actions to be taken to prepare notice and meeting with unions and finalize agreement, with M Vasile.	0.20	118.83
08/06/09	Uberto Percivalle	Revising draft steplist (actions to be taken in relation to the transfer of undertaking).	0.20	118.83
08/06/09	Cinzia Massara	Preparing emails to J Crozier about approval of Financial Statements.	0.40	123.76

BAKER & MCKENZIE

27 August 2009

Time and Cost Detail

Invoice No. I120581
VAT No. GB 238 5592 33
(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/06/09	Mila Vasile	Conference call with C Feroni (B&M Rome) and A Lattanzio regarding amendments to Italian Local Transfer Agreement - employment clause (0.3 hrs); analysing amendments proposed by counterpart's lawyer and correspondence with C Feroni re: amendments to the steplist (actions to be taken in relation to the transfer of undertaking) (0.8 hrs); reviewing steplist (actions to be taken in relation to the transfer of undertaking) (0.4 hrs) and correspondence with C Feroni and separately with R Dookhun regarding Italian steplist (employment) (0.4 hrs).	1.90	441.77
09/06/09	Mila Vasile	Correspondence with R Dookhun regarding employment steplist (Italy) (actions to be taken in relation to the transfer of undertaking) (0.2 hrs); conference call with Ms Ricci regarding appointment of proxy for consultation (0.3 hrs); conference call with Mr Quintili (Employers' Association) discussing formalities on new notice to Unions that should be sent within the end of June (0.3 hrs).	0.80	186.01
10/06/09	Uberto Percivalle	Analysing position by lawyers of Delphi (regarding delivery of notice to Unions and meeting with them) and of issues of employment and other costs undertaken by General Motors.	0.40	237.65
10/06/09	Cinzia Massara	- Checking of By-Laws and telephone call with J Crozier about procedure to be followed to approve Financial Statements (0.3) - Signing and sending to directors of the notice required to call the Board of Directors' Meeting of 12 June 2009 Re: approval of the draft financial statements (0.50).	0.80	247.53
10/06/09	Mila Vasile	Reviewing communication with Unions re: transfer of the Italian part of undertaking (joint communication by transferor and transferee); interoffice consultation with U Percivalle (B&M Milan) regarding same and conference call with Delphi Italy's employment lawyer regarding communication to Unions.	0.60	139.51
10/06/09	Mara Tiziana Baiguera	Attending activity regarding calling of Board of Directors' Meeting Minutes regarding approval of Draft Financial Statements as at 31 December 2008.	0.50	56.68

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
15/06/09	Cinzia Massara	Filling in corporate table provided by J Crozier related to the corporate formalities to be finalized before the Closing; preparing email to her including the mentioned table duly filled in with the formalities to be finalised for the Italian company.	0.40	123.76
15/06/09	Mila Vasile	Conference call to M Kuschnick regarding appointment of proxy holder for consultation with Unions.	0.10	23.25
16/06/09	Mara Tiziana Baiguera	Reviewing documents re: appointment of proxy holder for consultation with Unions (0.1); drafting notices of telephone call and of proxies for Quotaholders' meeting of 29 June 2009 regarding approval of financial statements as at 31 December 2008 (0.4).	0.50	56.68
18/06/09	Cinzia Massara	- Examining new banking forms (attached to email of J Broughton) provided by Deutsche Bank with regard to the appointment of the new banking signatories and filling in table related to banking signatories (0.90); Preparing email to J Broughton listing all the corporate formalities and other required legal formalities to be finalized for the appointment of new banking signatories in Italy (0.70).	1.60	495.06
18/06/09	Mara Tiziana Baiguera	Interoffice consultation regarding delegation of banking powers to attorneys-in fact; drafting relevant powers.	0.70	79.35
19/06/09	Lorenzo de Martinis	Reviewing corporate files and correspondence exchanged by Cinzia Massara and J. Broughton; attending interoffice briefings re: delegation of banking powers to attorneys-in fact.	0.60	407.40
19/06/09	Mila Vasile	Correspondence with R Dookhun and Y Payne regarding employment liabilities in case of delay or cancellation of closing, Italian jurisdiction.	0.50	116.26
19/06/09	Mara Tiziana Baiguera	Attending activity regarding calling of Quotaholders' Meeting Minutes for approval of Financial Statements as at 31 December 2008.	0.70	79.33
22/06/09	Mila Vasile	Correspondence with M Kuschnik regarding employment consultation process in Italy.	0.10	23.25

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
23/06/09	Uberto Percivalle	Reviewing correspondence and interoffice briefing about priorities in giving of notice to Unions and carrying out of consultation.	0.20	118.83
23/06/09	Cinzia Massara	Preparing email to J Broughton Re: current banking signatories of the Italian company, including copy of Chamber of Commerce extract.	0.40	123.76
23/06/09	Mila Vasile	Correspondence with J Crozier regarding status of consultation process with Unions in Italy.	0.40	93.00
23/06/09	Mila Vasile	Reviewing steplist (actions to be taken in relation to the transfer of undertaking) and correspondence with C Feroni regarding steplist (actions to be taken in relation to the transfer of undertaking) for Italy.	0.40	93.00
24/06/09	Uberto Percivalle	Considering powers to be delegated in case of attendance at meeting with Unions.	0.20	118.83
24/06/09	Cinzia Massara	- Several telephone calls (with) and emails to C Feroni and A Lattanzio about the written resolution including delegation of powers to directors to be adopted before the closing scheduled for next 31 July 2009 (0.80); - Telephone call with Notary Public about the corporate documents required for the Italian closing (0.30).	1.10	340.35
24/06/09	Mila Vasile	Conference call with J Crozier, T Lerch, Mr McMillen, M Kuschnick, Ms Duhaine and W Ralph regarding consultation in Italy.	0.50	116.26
24/06/09	Mila Vasile	Reviewing draft of Board Written Resolution and correspondence with C Massara (B&M Milan) regarding same.	0.90	209.26
24/06/09	Mila Vasile	Conference call with J Crozier regarding amendments to notice to Unions.	0.10	23.25
24/06/09	Mila Vasile	Interoffice consultation with U Percivalle regarding meeting with Unions and preparation for conference call regarding Italian notice to Unions and preparation for meeting.	0.80	186.01

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
25/06/09	Uberto Percivalle	Reviewing correspondence with W Ralph and P Ruiz (0,2); reviewing delegation of powers and of 2008 Minutes of Meeting with Unions (0,2); reviewing revised notice to Unions and analysing likely issues to be discussed at probable meeting with them and how to address those (0,2).	0.60	356.46
25/06/09	Cinzia Massara	- Telephone call with M Vasile about labour powers to be included in the BoD's written resolution related to the delegation of powers to directors; telephone call with A Lattanzio about some further amendments to be included in such written resolution (1.20); - Preparing email to T Bolster including the BoD's written resolution to be executed by directors (both Italian and English versions) and all relevant instructions (0.40).	1.60	495.06
25/06/09	Mila Vasile	Reviewing and amending Italian notice to Unions (0.3 hrs); reviewing and amending the Q&A document in preparation to consultation (0.8 hrs); translating into English previous agreement reached with Unions (0.7 hrs); correspondence with W Ralph regarding same (0.3 hrs).	2.10	488.27
25/06/09	Mila Vasile	Reviewing employment amendments made to Board Written Resolution and correspondence with C Massara re: necessary powers to be inserted in the Written Resolution.	0.10	23.25
25/06/09	Mila Vasile	Correspondence with W Ralph regarding notice to Unions and Q&A (0.7 hrs); correspondence with Mr Ruiz (Delphi HR Manager Europe) regarding Italian communication to Unions (0.7 hrs) and correspondence with Delphi Italy's lawyer regarding joint communication to Unions (0.7 hrs).	1.10	255.76
29/06/09	Mila Vasile	Correspondence with T Lerch regarding notice to the Unions (Italy) (0.5 hrs); separate conference calls with Delphi Italy's lawyer and Employers' Association representative regarding notice to Unions and possible meeting (0.4 hrs).	0.90	209.26
30/06/09	Mila Vasile	Sending facsimile with notice to Unions and correspondence with Ms Maenner and T Lerch regarding courier with original notice to Unions.	0.30	69.75
Total: Milan Office				\$6,855.10

BAKER & MCKENZIE

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Time and Cost Detail

Invoice No. 1120581
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(Great Britain)

TIME NARRATIVE DETAIL

Monterrey Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Juan S. Vázquez-Silveyra	RE: analyzing potential defect of Delphi's title to Sabinas Property. Coordinating visit to Villaldama (.4 hrs); searching antecedents to applicable laws back in 1960s; visiting Public Registry of Property and Commerce and Cadastral Office (2.2 hrs); interoffice meeting with E Munoz-Garcia to coordinate search of pending matter (.4 hrs); analyzing potential defect on Delphi's title to Sabinas Hidalgo Nuevo Leon Property.	3.00	600.00
02/06/09	Juan S. Vázquez-Silveyra	Interoffice meeting with E Munoz-Garcia to review antecedents of adjacent properties procured from Cadastral Office and Public Registry of Property and Commerce in Villaldama (.6 hrs); analyzing potential defect of Delphi's title to Sabinas Hidalgo Property.	0.60	120.00
02/06/09	Elias Muñoz-Garcia	Per instructions of J Vázquez-Silveyra, visiting offices of Cadastre of the municipality of Sabinas Hidalgo, Nuevo León and requesting copies of plot plans of property located in such municipality (2.2 hrs); visiting offices of Public Registry of Property and Commerce located in the municipality of Villaldama, Nuevo León in order to request information regarding neighbour properties to land located in Sabinas Hidalgo, Nuevo León (6.1 hrs); analyzing potential defect of Delphi's title to Sabinas Property.	8.30	498.00
03/06/09	Fernando Treviño-Martínez	Internal discussion with J Vázquez-Silveyra regarding revisions to additional documents on acquisition of real estate in Sabinas Hidalgo, Nuevo Leon.	0.50	100.00
03/06/09	Juan S. Vázquez-Silveyra	Interoffice meeting with E Munoz-Garcia (.3 hrs); reviewing antecedents procured from Public Registry of Property and Commerce in Villaldama, Nuevo Leon (1.2 hrs); searching for laws regarding Rural Communities in State of Nuevo Leon (1.4 hrs); analyzing potential title defect of Delphi's title to Sabinas Property.	2.90	580.00

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03/06/09	Elias Muñoz-Garcia	As per instructions of J Vázquez-Silveyra, visiting offices of Public Registry of Property and Commerce of the municipality of Villaldama, Nuevo León (6.0 hrs); filing payment of rights in order to request copies of files recorded at Public Registry regarding property located in Sabinas Hidalgo (.4 hrs); analyzing potential defect of Delphi's title to Sabinas Property.	6.40	384.00
04/06/09	Juan S. Vázquez-Silveyra	Reviewing antecedents of property related to dissolution of agrarian community of State of Nuevo Leon and related matters (1.6 hrs); coordinating search of pending antecedents and interoffice meeting with E Munoz-Garcia to discuss related matters (.3 hrs); exchanging emails with G Adame-Alvarez to discuss status of search (.4 hrs); analyzing potential defect of Delphi's title over Sabinas Hidalgo Property.	2.30	460.00
04/06/09	Elias Muñoz-Garcia	Per instructions of J Vázquez-Silveyra, visiting offices of Department of Agrarian Matters of the State of Nuevo León (.7 hrs) in order to coordinate meeting with officer Gilberto to review antecedents of property located in Sabinas Hidalgo, Nuevo León (.5 hrs); analyzing potential defect of Delphi's title to Sabinas Property.	1.20	72.00
05/06/09	Juan S. Vázquez-Silveyra	Exchanging emails with G Adame-Alvarez and J Postigo-Urbe (.3 hrs); interoffice meeting with F Treviño-Martinez to discuss related matters (.4 hrs); interoffice meeting with E Munoz-Garcia to follow up on status of search of antecedents (.3 hrs); analyzing potential defect of Delphi's title to Sabinas Property.	1.00	200.00
05/06/09	Elias Muñoz-Garcia	Per instructions of J Vázquez-Silveyra, meeting with G Garza (Officer of the Department of Agrarian Matters of the State of Nuevo León) (.9 hrs) in order to request documents regarding antecedents of property located in the municipality of Sabinas Hidalgo, Nuevo León (.8 hrs); analyzing potential defect of Delphi's title to Sabinas Property.	1.70	102.00

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08/06/09	Juan S. Vázquez-Silveyra	Analysing former Law for Dissolution of Rural Co-ownerships of the State of Nuevo Leon regarding related antecedents of Sabinas Property (2.3 hrs); exchanging emails with G Adame-Alvarez (.4 hrs); coordinating visit to Direction of Agrarian Matters of the State of Nuevo Leon (.2 hrs); interoffice meeting with E Munoz-Garcia to discuss related matters (.4 hrs); analyzing potential defect of Sabinas Property owned by Delphi.	3.30	660.00
08/06/09	Elias Muñoz-Garcia	Per instructions of J Vázquez-Silveyra, meeting with G Garza (1.5 hrs) in order to request information about dissolution of community located in the municipality of Sabinas Hidalgo, Nuevo León (.9 hrs); analyzing potential defect of Delphi's title to Sabinas Property.	2.40	144.00
09/06/09	Fernando Treviño-Martínez	Discussion with J Vázquez-Silveyra documents obtained in Agrarian Direction, for us to issue additional opinion for client regarding property in Sabinas Hidalgo (0.3 hrs); reviewing documents (0.4 hrs); RE: analyzing potential defect of Delphi's title to Sabinas Property.	0.70	140.00
09/06/09	Juan S. Vázquez-Silveyra	Continue reviewing Law for Dissolution of Rural Co-ownerships of the State of Nuevo Leon (0.7 hrs); reviewing General Community Assembly Meetings regarding recognition of rights over the Sabinas Property in favour of J Larralde (0.7 hrs); interoffice meeting with E Munoz-Garcia (0.3 hrs) RE: analyzing potential defect of Delphi's title to Sabinas Property; visiting offices of Direction of Agrarian Matters of State of Nuevo Leon to procure pending antecedents (1.0 hrs); sending email report to G Adame-Alvarez with status of search of antecedents (0.4 hrs); interoffice meeting with F Treviño Martinez to discuss related matters (0.4 hrs); interoffice conference with J Garcia-Garza to discuss related matters (0.4 hrs); analyzing potential defect of title to Sabinas Property owned by Delphi.	4.20	840.00

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09/06/09	Elias Muñoz-Garcia	As per instructions of J Vázquez-Silveyra, meeting with G Garza (2.1 hrs) in order to request documents regarding antecedents of property located in the municipality of Sabinas Hidalgo, Nuevo León and dissolution of such community (1.7 hrs); analyzing potential defect of Delphi's title to Sabinas Property.	3.80	228.00
10/06/09	Juan B. García-Garza	Reviewing and revising memorandum on valid title to Sabinas property (0.2 hrs); interoffice conference with J Vázquez-Silveyra regarding same (0.2 hrs).	0.40	100.00
10/06/09	Juan S. Vázquez-Silveyra	Reviewing antecedents and applicable laws resulting from search before Public Registry of Property and Commerce, Cadastral Office and Direction of Agrarian Matters (1.5 hrs); preparing memorandum with report of search of antecedents of Sabinas Hidalgo Property addressed to I Martinez (3.4 hrs); analyzing potential defect of Delphi's title to Sabinas Property.	4.90	980.00
10/06/09	Elias Muñoz-Garcia	As per instructions of J Vázquez-Silveyra, drafting request of certified copies of antecedents of property located in the municipality of Sabinas Hidalgo (0.8 hrs); visiting offices of Department of Agrarian Matters of State of Nuevo León in order file such solicitude (0.7 hrs); visiting offices of Public Registry of Property and Commerce of the municipality of Villaldama, Nuevo León in order to obtain previously requested certified copies of antecedents of property titles of the land located in the municipality of Sabinas Hidalgo, Nuevo León (4.6 hrs); analyzing potential defect of Delphi's title to Sabinas Property.	6.10	366.00
11/06/09	Juan B. García-Garza	Reviewing emails and opinion from J Vázquez-Silveyra regarding Sabinas property to be transferred by Delphi.	0.50	125.00
11/06/09	Fernando Treviño-Martínez	Internal discussion with J Vázquez-Silveyra regarding revisions to additional legal opinion on acquisition of real estate in Sabinas Hidalgo, Nuevo León.	0.50	100.00

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11/06/09	Juan S. Vázquez-Silveyra	RE: analyzing potential defect of Delphi's title to Sabinas Property. Telephone call with G Adame-Alvarez to discuss matters regarding memorandum addressed to client (0.3 hrs); following up on pending information from Direction of Agrarian Matters of the State of Nuevo Leon (0.3 hrs); RE: analyzing potential defect of Delphi's title to Sabinas Property.	0.60	120.00
16/06/09	Juan B. García-Garza	Exchanging emails with G Adame-Alvarez and J Vázquez-Silveyra regarding title search on Sabinas property (0.2 hrs); telephone conference with C Salazar, G Adame-Alvarez, J Vázquez-Silveyra and Santamarina's attorneys regarding same (0.5 hrs); reviewing files and background regarding same (0.6 hrs).	1.30	325.00
16/06/09	José Maria González-Elizond	Reviewing and discussing consolidation of title to real property and possession claims regarding facility located in Nuevo Leon (0.3 hrs); meeting with J Vázquez-Silveyra regarding same (0.1 hrs).	0.40	110.00
16/06/09	Fernando Treviño-Martínez	Telephone conference call with J Vázquez-Silveyra to discuss answer issued by Santamarina y Steta in response to our additional opinion regarding acquisition of property located in Sabinas, Hidalgo in order to discuss issues with client.	0.50	100.00
16/06/09	Juan S. Vázquez-Silveyra	Exchanging emails with G Adame-Alvarez; reviewing comments of S-S to analysis of Sabinas Property title (0.6 hrs); long distance conference call with F Treviño-Martínez to discuss related matters (0.3 hrs); reviewing antecedents (0.8 hrs); long distance conference call with G Adame-Alvarez, C Salazar, J de Leon (S-S) and E Anaya (S-S) (0.5 hrs); following up on pending antecedents from Direction of Agrarian Matters (0.3 hrs); analysing potential Delphi's title to Sabinas Property.	2.50	500.00
17/06/09	Juan B. García-Garza	Reviewing and revising memorandum regarding additional title search on Sabinas property (0.4 hrs); reviewing and revising LA Transfer Agreement regarding Sabinas property (0.2 hrs); interoffice conference with J Vázquez-Silveyra regarding same (0.2 hrs).	0.80	200.00

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17/06/09	Juan S. Vázquez-Silveyra	Reviewing and revising draft of Local Transfer of Assets Agreement with Delphi (Section Ninth) (0.7 hrs); preparing memorandum as requested by C Suarez (General Motors) in response to comments of Santa Marina y Steta (1.4 hrs); sending memorandum and revised agreement via email to G Adame-Alvarez (0.2 hrs); telephone call with G Adame-Alvarez to discuss related matters (0.3 hrs); interoffice conference with J Garcia-Garza to discuss related matters (0.2 hrs); reporting on search of Delphi's title to the Sabinas Property.	2.80	\$60.00
17/06/09	Elias Muñoz-Garcia	As per instructions of J Vázquez-Silveyra, telephone conferences with G Garza regarding request of copies of several minutes of communes of community Lozaneña in the municipality of Sabinas Hidalgo, Nuevo Leon.	0.30	18.00
18/06/09	Fernando Treviño-Martínez	Internal discussion with J Vázquez-Silveyra regarding results of telephone conference call with client and lawyers of Santamarina y Steta regarding additional legal opinion on acquisition of real estate located in Sabinas Hidalgo, Nuevo Leon.	0.30	60.00
18/06/09	Juan S. Vázquez-Silveyra	Long distance conference call with G Adame-Alvarez regarding matters on filings before Public Registry of Property and Commerce related to antecedents of Sabinas Property owned by Delphi.	0.30	60.00
Total: Monterrey Office				\$8,852.00

Moscow Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/06/09	Maria M. Gnutova	As per request of R Dookhun, reviewing pre-closing step-list regarding employment issues (i.e., engagement by General Motors of a consultant) that should be resolved in Russia (0.1 hrs.); sending short confirmation to R Dookhun that step-list reflects all employment issues that General Motors should resolve in Russia and that it is not necessary to update step-list (0.1 hrs.).	0.20	65.00
Total: Moscow Office				\$65.00

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Paris Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Sophie H. Marlange	Exchanging emails with J Crozier et al regarding amendments to be made to Local Transfer Agreement (1.1 hrs); conference call regarding French aspects of deal (1.1 hrs).	2.20	1,395.28
04/06/09	Sophie H. Marlange	Exchanging emails with J Crozier et al regarding French Local Transfer Agreement; consultation with works council and other related issues (risks of claims, criminal risks, etc)	0.40	253.69
04/06/09	Alain Sauty De Chalon	Reviewing amended version of Local Transfer Agreement prepared by H Sanchez de la Espada.	0.60	394.25
09/06/09	Sophie Jouniaux	Reviewing Business Transfer Agreement; conference call with H Sanchez de la Espada.	1.00	626.67
09/06/09	Sophie H. Marlange	Reviewing latest version of Local Transfer Agreement (compared to MTA) (0.8 hr); working session with A Sauty De Chalon (B&M Paris) and S Jouniaux (B&M Paris) regarding proposed solution to minimize risks in France (0.4 hr); drafting email regarding contemplated scenario for France (0.5 hr); working session with A Sauty De Chalon, H Sanchez de la Espada et al regarding Local Transfer Agreement and how to minimize risks of employees' claims (0.8 hr).	2.50	1,585.55
09/06/09	Alain Sauty De Chalon	Reviewing slides prepared by General Motors regarding options for Strasbourg site (0.6 hr); discussing tax and social impacts of these options with S Marlange, S Jouniaux and H Sanchez de la Espada (0.8 hr); reviewing email regarding same (0.2 hr).	1.60	1,051.33
10/06/09	Alain Sauty De Chalon	Telephone conversation with H Sanchez de la Espada regarding Strasbourg's alternative solutions.	0.50	328.54
15/06/09	Fabrice Varandas	Reviewing exchange of emails regarding authorisation of landlord to sublet premises (0.2 hr); working session with H Sanchez de la Espada re same (0.2 hr).	0.40	110.18
15/06/09	Sandrine Papin	Updating table with corporate information regarding company Rhodes France I.	0.50	107.50

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17/06/09	Sophie H. Marlange	Exchanging emails with J Crozier regarding risks linked to Delphi Strasbourg (0.4 hr); conference call with clients regarding same (1 hr); drafting email regarding same (0.7 hr).	2.10	1,331.86
17/06/09	Alain Sauty De Chalon	Conference call with General Motors regarding decision not to take over Strasbourg and related consequences (1 hr); updating with H Sanchez de la Espada (0.2 hr).	1.20	788.50
18/06/09	Sophie H. Marlange	Preparing email to R Dookhun regarding update on the current employment-related aspects (consultation with works council).	0.20	126.84
24/06/09	Sophie H. Marlange	Working session with H Sanchez de la Espada whether Delphi Strasbourg must be acquired (0.30 hr); preparing email to J Crozier regarding acquiring Strasbourg and not Paris (0.5 hr).	0.80	507.38
24/06/09	Alain Sauty De Chalon	Following up amendments to be made to exclude Strasbourg site from the steering business acquired by General Motors.	0.60	394.25
24/06/09	Sandrine Papin	Preparing and sending file to Commercial Court to update corporate certificate following appointment of new President.	1.00	215.00
25/06/09	Sophie H. Marlange	Conference call with J Crozier regarding employment related issues on contemplated taking over of Delphi Paris.	0.30	190.27
29/06/09	Sophie H. Marlange	Preparing telephone call and working session with J Crozier and S Martinez regarding pension issues.	0.70	443.95
30/06/09	Alain Sauty De Chalon	Following up employment risks assessment with S Marlange.	0.70	459.95
Total: Paris Office				\$10,310.99

Porto Alegre Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
19/06/09	Rodrigo T. Silva	1) Understanding with Mauricio Pacheco regarding the updated enrollment of the real estate in which is located the head office of Saginaw in the City of Porto Alegre, State of Rio Grande do Sul (0.10); 2) Sending to M Pacheco a digital version version of such document (0.10).	0.20	42.00

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(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
26/06/09	Renata C. Amaral	Analysing additional environmental and zoning licences and documents provided by target (0.8); sending opinion to M Pacheco on subject in order to inform pending requirements to be completed by the target (0.6).	1.40	448.00
29/06/09	Renata C. Amaral	Contacting with State Environmental Agency to verify necessary license to send residues to companies located outside State of RS (States of Paraná, etc.) (0.4); sending information to M Pacheco on the licenses to be provided by target to dispose licenses outside the State (0.4); analyzing legislation regarding waste disposal in State of RS in order to provide for additional information related to the requirements to be fulfilled by the company and the places to be utilized in the State of RS, as requested by M Pacheco (0.9); verifying all authorizations provided and held by Delphi and Saginaw regarding disposal of residues (0.9); sending answers and recommendations to J Winge (B&M Sao Paulo) (0.2).	2.80	896.00
30/06/09	Renata C. Amaral	Answering M Pacheco's questions regarding transfer of environmental licenses from the target after acquisition.	0.30	96.00
Total: Porto Alegre Office				\$1,482.00

Rome Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Valerio Salce	Reviewing various emails of J Crozier regarding new instructions and requesting for assistance in modification of Local Agreements; reviewing email of A Lattanzio to M Vasile regarding new draft Local Transfer Agreement and requesting for inputs on employment matters; reviewing response emails of M Vasile and U Percivalle regarding same; meeting with A Lattanzio regarding new draft Local Transfer Agreement and Local Agreement; drafting amendments to above agreements; reviewing email of A Lattanzio to J Crozier regarding final draft Italian agreements.	1.00	549.65

BAKER & MCKENZIE

27 August 2009

Time and Cost Detail

Invoice No. 1120581
VAT No. GB 238 5592 33
(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Costantino Feroni	Reviewing exchange of emails between I Hervy, I Vagne and J Crozier regarding new version of Local Transfer Agreement and related outstanding issues; reviewing exchange of correspondence from J Crozier, A Lattanzio, M Vasile and U Percivalle regarding finalisation of Local Transfer Agreement and related inputs; various briefing with A Lattanzio regarding same and instructions. (Activity performed on 29 May 2009)	0.10	39.42
01/06/09	Antonio Lattanzio	Informative email from J Crozier regarding finalisation of all Italian Local Agreements; instructions and amendments as per J Crozier's email; amending Italian Local Agreements and briefing with V Salce (B&M Rome) regarding amendments to final Deed of Transfer in part regarding jurisdiction; preparing email to J Crozier regarding final versions of agreements.	3.60	1,371.46
04/06/09	Valerio Salce	Reviewing email of J Crozier regarding update on preparation of Local Agreements and instructions; conducting brief review of executed MDA; instructions to A Lattanzio regarding same and jurisdiction clause.	0.80	439.72
04/06/09	Costantino Feroni	Reviewing emails from J Crozier regarding execution version of MDA and next steps regarding finalisation of Local Agreements, related instructions and timing issues; meeting with A Lattanzio regarding same and organisation of work; reviewing new draft of set of revised Local Agreements, prepared by A Lattanzio, reflecting MDA execution version and drafting of notes on same.	1.10	433.66
04/06/09	Antonio Lattanzio	Reviewing email from J Crozier regarding sending of latest version of Master Agreement; instructions to finalise Local Agreements and information on closing; examining Master Disposal Agreement and cross-checking with Italian Local Transfer Agreement, Italian Deed of Transfer and Italian Participation Agreement.	3.60	1,371.46

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05/06/09	Valerio Salce	Reviewing email of A Lattanzio to M Tessera Chiesa regarding new draft versions of Local Transfer Agreement, Participation Agreement and Italian Deed of Transfer, based on executed MDA; conducting brief review of above documents; reviewing email of R Dookhun regarding instructions as to pre-closing steps and employment step list.	0.40	219.86
05/06/09	Costantino Feroni	Reviewing email from A Lattanzio to M Tessera regarding set of revised Italian Local Agreements and related explanatory notes; briefing with A Lattanzio regarding same and instructions on outstanding matter regarding notarial costs relating to the Italian Deed of Transfer; reviewing email from A Lattanzio to J Crozier regarding same and related comments; reviewing email from R Dookhun regarding closing step list and related employments steps; requesting review and completion of same; reviewing email from J Crozier regarding same; reviewing email from M Tessera regarding new mark-up version of the agreements above and related comments; reviewing above documentation and drafting notes.	2.30	906.75
05/06/09	Antonio Lattanzio	Briefing with C Feroni regarding comments on amendments to Italian Local Agreements and organisation of work; informative telephone call and preparing email to C Massara regarding updating on finalisation of minutes for delegation of powers to Rhodes' Directors and employment procedure for consultation with Unions; informative telephone call with M Tessera regarding comments on Italian Local Agreements; preparing email to M Tessera regarding sending of amended versions of Italian Local Agreement; reviewing email from R Dookhun; drafting email to J Crozier regarding request of clarification on payment of fees and expenses (stamp duties and notary fees); reviewing email from M Tessera regarding latest version of Italian Local Agreement containing amendments proposed by Delphi and preliminary examination of same amendments.	2.40	914.30

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06/06/09	Valerio Salce	Reviewing email of J Crozier regarding Transaction Agenda; reviewing above Transaction Agenda.	0.30	164.90
07/06/09	Antonio Lattanzio	Reviewing Local Transfer Agreement in latest version provided by M Tessera examining each amendments and examination of MDA; cross-checking with written comments of C Feroni on same amendments.	1.60	609.54
08/06/09	Valerio Salce	Reviewing email of J Crozier regarding new instructions as to finalisation of Local Agreements; reviewing email of A Lattanzio to J Crozier regarding same and new draft agreements after negotiation with Delphi; conducting brief review of the above new drafts.	0.30	164.90

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08/06/09	Costantino Feroni	Exchanging emails with J Crozier regarding timing issues, finalisation of Italian Local Agreements and related outstanding matters; meeting with A Lattanzio regarding same and commenting to new draft Local Transfer Agreement circulated by Delphi; informative telephone conference with M Vasile regarding same; informative telephone conference with M Tessera and A Lattanzio regarding same; reviewing email from M Vasile regarding same and comments regarding Clause 10 of Local Transfer Agreement; meeting with A Lattanzio regarding finalisation of Italian Local Agreements; preparing email to M Tessera and Delphi's team attaching same and giving explanatory notes; informative telephone conference with A Lattanzio and Delphi's team regarding finalisation of agreed version of Italian Local Agreements and outstanding matters regarding Platinum's comments to such contracts; reviewing email from M Tessera regarding same, attaching agreed version of Local Transfer Agreement and mark-up version prepared by Platinum Equity; briefing with A Lattanzio regarding same and comments; proposing course of action; reviewing email from A Lattanzio to J Crozier regarding same; agreeing Italian Local Agreements and outstanding version of Local Transfer Agreement incorporating Platinum's comments; reviewing email from J Crozier regarding further inputs regarding Transfer Taxes under Local Transfer Agreement; briefing with A Lattanzio regarding same and comments; reviewing email from A Lattanzio regarding same and requesting advice; reviewing email from J Crozier regarding updated Transaction Agenda and requesting completion of same; reviewing email from J Crozier regarding update on completion steps and related instructions; meeting with A Lattanzio; reviewing and commenting on redlined version of Transaction Agenda and next steps; reviewing email from A Lattanzio regarding revised redlined version of Transaction Agenda; reviewing email from M Tessera regarding general issue elevated at central level regarding transfer taxes under Local Transfer Agreements.	3.50	1,379.84

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08/06/09	Antonio Lattanzio	Exchanging emails with J Crozier regarding finalisation of Local Agreements, timing and outstanding matters; meeting with C Feroni regarding comments on new draft of Local Transfer Agreement and Deed of Transfer circulated by Delphi; informative telephone conference with M Vasile regarding labour aspects of amendments proposed by Delphi (ie Section 10 of the Local Transfer Agreement); exchanging emails with M Tessera regarding conference call with Delphi for finalisation of Local Agreements; briefing with C Feroni regarding final amendments to Local Agreements preceding conference call with Delphi and implementation of such amendments and circulation of latest versions of Local Agreements in view of conference call with Delphi; conference call with M Tessera and Delphi on Local Agreements; finalising Local Agreements and outstanding matters regarding Platinum comments on same agreements; reviewing email from M Tessera regarding agreed versions of Local Agreements and mark-up versions of Platinum; briefing with C Feroni regarding proposed course of action; preparing email to J Crozier regarding agreed version of Local Agreements; reviewing email from J Crozier regarding further inputs on costs of transaction and Transfer Taxes under Local Transfer Agreement; reviewing, drafting and completing Transaction Agenda regarding Italy; briefing with C Feroni regarding comments, amendments and implementation of such amendments; subsequent drafting and sending of informative email to J Crozier regarding red-lined version of Transaction Agenda; exchanging emails and telephone call with M Tessera regarding comments of General Motors and Delphi on costs of transaction and Transfer Taxes under Local Transfer Agreement.	4.80	1,828.61
09/06/09	Valerio Salce	Reviewing emails of J Crozier regarding clarifications as to negotiation of agreements with Delphi, and employees' liabilities; reviewing email of A Lattanzio regarding amended Transaction Agenda as to Italy.	0.30	164.90

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09/06/09	Costantino Feroni	Reviewing email from I Vagne regarding further amendments to Deed of Transfer and related outstanding matters; briefing with A Lattanzio regarding same and instructions; reviewing exchange of correspondence between A Lattanzio and J Crozier regarding same and inputs; reviewing email from J Crozier regarding further inputs regarding Local Transfer Agreement and related employment matters and liabilities to be transferred to General Motors.	0.70	275.97
09/06/09	Antonio Lattanzio	Reviewing email from Delphi regarding proposed amendments to Deed of Transfer (Section 5 - Taxes and Expenses); exchanging emails with J Crozier regarding proposed course of action for amendments requested from Delphi.	0.50	190.48
10/06/09	Antonio Lattanzio	Reviewing email from J Crozier regarding latest version of Local Transfer Agreement and Deed of Transfer as attached by Delphi to MDA; requesting review and amendments; reviewing and amending Local Transfer Agreement and Deed of Transfer; conference call with C Feroni and M Tessera regarding comments on latest version of Local Transfer Agreement and Deed of Transfer; discussion on proposed amendments and outstanding issues; reviewing email from M Tessera regarding update on the above; reviewing email from J Crozier regarding information and requests on Lease Agreement; researching in former correspondence and confirmation of main information on Lease Agreement (duration, termination extension of the offices); examining terms of Lease Agreement; briefing with C Feroni and preparing email to J Crozier regarding confirmation of terms of Lease Agreement.	2.40	914.30

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10/06/09	Costantino Feroni	Reviewing email from J Crozier regarding final versions of Italy scheduled to MDA; requesting review of same and finalising together with Delphi's approval; meeting with A Lattanzio regarding same and commenting; informative telephone conference with A Lattanzio and M Tessera regarding same and further comments and outstanding issues; reviewing email from M Tessera regarding same and updating on the above; reviewing email from J Crozier regarding real estate information and requesting confirmation on same; meeting with A Lattanzio regarding same and reviewing email from A Lattanzio to J Crozier regarding same and advising.	1.90	749.06
11/06/09	Antonio Lattanzio	Telephone call from M Tessera regarding update on Delphi comments to Local Transfer Agreements; subsequent briefing with C Feroni regarding same.	0.30	114.29
12/06/09	Costantino Feroni	Reviewing exchange of emails between A Lattanzio and J Crozier regarding outstanding issues concerning specific clauses to be finalised under Italian Local Agreements; briefing with A Lattanzio regarding same and instructions; reviewing email from A Lattanzio to J Crozier attaching clean version of agreements above; exchanging emails with J Crozier regarding outstanding issues regarding finalisation of clause 5 to Deed of Transfer and related scenario.	0.70	275.97
12/06/09	Antonio Lattanzio	Reviewing email from J Crozier regarding finalisation of Local Transfer Agreements and issues under dispute; examining Local Agreement and preparing informative email to J Crozier regarding identification of issues under dispute; exchanging emails with J Crozier regarding Section 5 of Local Transfer Agreement and proposed course of action.	1.10	419.06
15/06/09	Costantino Feroni	Reviewing email from C Massara to J Crozier regarding corporate table for Rhodes Italy; informative telephone conference with M Tessera regarding status of finalisation of Local Transfer Agreements and related outstanding matters.	0.40	157.70

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15/06/09	Antonio Lattanzio	Reviewing email from client regarding table containing corporate information of Rhodes Italy and updating; conference call with C Feroni regarding proposed course of action.	0.50	190.48
17/06/09	Antonio Lattanzio	Reviewing email from client regarding chart containing person having signatory powers; telephone conference with C Massara regarding proposed course of action.	0.50	190.48
18/06/09	Costantino Feroni	Informative telephone conference with M Tessera regarding update on status of finalisation of Local Transfer Agreements and related outstanding issues.	0.40	157.70
22/06/09	Antonio Lattanzio	Reviewing email from J Crozier regarding General Motors closing and instructions, actions and agenda; informative email to C Massara regarding drafting of Board Resolution of Rhodes; authorising and approving same agreement, Ancillary Agreements and transactions; telephone conference with M Tessera regarding updating on Italian Local Agreements.	0.90	342.86
23/06/09	Costantino Feroni	Reviewing email from J Crozier regarding update on status of Delphi's transaction; requesting preparation of closing documents and updating of Closing Agenda; reviewing set off documents attached to the email above; briefing with A Lattanzio regarding same and commenting; organisation of work; drafting email to J Crozier regarding outstanding issues regarding finalisation of Local Transfer Agreements; reviewing email from J Crozier regarding same and proposed language; informative telephone conference with M Tessera regarding same and finalisation of Italian Local Transfer Agreements; reviewing email from A Lattanzio regarding same and set of agreed Italian Local Transfer Agreements; briefing with A Lattanzio and C Massara regarding adoption of Corporate Resolution by Rhodes Italy and related outstanding issues regarding recapitalisation matters connected to closing activities; reviewing exchange of emails between C Massara and J Broughton regarding update on change to bank account signatories and related outstanding matters.	1.40	551.94

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23/06/09	Valerio Salce	Reviewing email of J Crozier regarding various action items and Transaction Agenda.	0.30	164.88
23/06/09	Antonio Lattanzio	Briefing with C Feroni regarding review email of J Crozier and proper actions to be taken (Transaction Agenda and drafting Board Resolution and bank details); telephone call with M Tessera regarding updating on transaction; discussion on attachments to Lease Agreement; exchanging emails with J Crozier regarding latest proposed amendments to Local Transfer Agreement and Deed of Transfer; subsequent telephone conference with M Tessera regarding same; agreeing on same amendments; preparing email to J Crozier regarding final versions of Local Transfer Agreement and Deed of Transfer; preparing email to M Tessera regarding same; telephone conference with C Massara and C Feroni regarding closing deliverables and bank accounts and possible recapitalisation of the company; contacting with Public Notary and estimate expenses regarding closing; reviewing email from J Crozier regarding tax code of new branch manager; reviewing email from J Crozier regarding signature of documents in Italy by the new branch manager.	2.50	952.40
24/06/09	Antonio Lattanzio	Reviewing email from M Vasile regarding comments on labour part of Transaction Agenda; examining Transaction Agenda and amendments and updating of same document; reviewing email from C Massara regarding sending of draft Resolution of Board for approval of Delphi transaction and delegation of powers to director; examining draft Resolution of Board and proposed amendments; informative email to C Feroni regarding same.	1.30	495.25

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
25/06/09	Costantino Feroni	Reviewing draft updated Board Resolution, prepared by C Massara, of Delphi regarding approval of Local Transfer Agreements and delegation of powers; reviewing Transaction Agenda updated by A Lattanzio; briefing with A Lattanzio regarding same and commenting on documentation above; proposing course of action; drafting email to T Bolster regarding same and related outstanding issues; reviewing email from A Lattanzio to M Tessera regarding outstanding schedules to Lease Agreement and completion of same; reviewing email from C Massara to T Bolster regarding draft Board Resolution regarding approval of Local Transfer Agreements and related outstanding procedure; reviewing email from T Bolster regarding same and inputs; informative telephone conference with Notary Public regarding Deed of Transfer to be executed on closing and related outstanding matters; reviewing email from A Lattanzio to Notary Public regarding same.	1.90	749.06
25/06/09	Antonio Lattanzio	Reviewing email of C Massara regarding sending of Board Meeting Minutes to T Bolster; exchanging emails with T Bolster regarding updating on Local Agreement, closing deliverables and requesting information on bank accounts; preparing email to M Tessera regarding Lease Agreement and outstanding schedules; preparing email to Notary Public regarding sending of Deed of Transfer for his review.	0.90	342.86
26/06/09	Costantino Feroni	Briefing with A Lattanzio regarding update from Delphi on transaction and instructions on how to proceed; reviewing email from A Lattanzio to M Tessera regarding same.	0.40	157.70
26/06/09	Antonio Lattanzio	Informative email to M Tessera regarding update on matter including: adoption of resolution by Rhode Italy and requesting of copy of resolution to be adopted by Delphi, attachments to Deed of Transfer and updating choice of Italian Public Notary and submission of Deed of Transfer and commenting; briefing with C Feroni regarding same.	0.60	228.58

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29/06/09	Antonio Lattanzio	Reviewing email from J Broughton regarding new bank account signatories of Rhodes Italy; exchanging emails with C Massara regarding proposed course of action and Corporate Resolution to effect such change.	0.30	114.29
30/06/09	Costantino Feroni	Reviewing exchange of emails between A Lattanzio and M Tessera regarding update on status of completion of Delphi's document in context of closing activities and related outstanding issues.	0.40	157.68
30/06/09	Antonio Lattanzio	Examining last correspondence with M Tessera; attending to new email to M Tessera regarding request of information; exchanging emails with M Tessera regarding last version of the Deed of Transfer (Section 5/payment of the income taxes).	0.40	152.38
Total: Rome Office				\$18,604.34

San Francisco Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Hugo Sanchez de la Espada	Conference call with all General Motors and Delphi and B&M Paris people with main purpose regarding Strasbourg site (1.20 hrs); finalising agreements regarding France to be attached to Master Distribution Agreement to be signed (1.40 hrs); exchanging emails with J Crozier; attending to detailed emails with local counsel of Delphi (Hogan & Hartson) with respect to the French sites issues (0.30 hrs).	2.70	1,527.17
02/06/09	Hugo Sanchez de la Espada	Following up internally and with Delphi local counsel regarding both French sites issues.	0.70	395.93
04/06/09	Hugo Sanchez de la Espada	Receiving and conducting detailed review of MDA signed on 1 June (0.40 hrs); modifying Local Transfer Agreement accordingly and of two other documents (1.80 hrs); following up with Paris B&M team and with local counsel of Delphi, Hogan & Hartson; attending to emails and telephone conferences (0.70 hrs) with respect to the proposed modifications of the documents.	2.90	1,640.30

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05/06/09	Hugo Sanchez de la Espada	Conference call with Hogan & Hartson regarding MDA signed on Monday and related modification of Local Transfer Agreement for France; attending to emails (1.30 hrs); reviewing and amending Transaction Agenda (0.50 hrs); following up and coordinating with B&M Paris team (0.40 hrs).	2.20	1,244.36
08/06/09	Hugo Sanchez de la Espada	Following up file with Delphi local counsel and B&M London Office (0.70 hrs) with respect to the French sites issues; working on Local Transfer Agreement (0.80 hrs); reviewing and amending Transaction Agenda (0.40 hrs); attending to emails (0.30 hrs); coordinating Paris B&M team and preparing internal working session with S Marlange (labour) and S Jouniaux (tax) (0.70 hrs).	2.90	1,640.30
09/06/09	Hugo Sanchez de la Espada	Following up file and coordination of Paris Office team (0.40 hrs); working session (telephone call) with A Sauty (M&A), S Marlange and S Jouniaux regarding potential exclusion of Strasbourg site from scope of acquisition (0.80 hrs); attending to new documents and questions from G Ruselowski (0.30 hrs); attending to detailed email with comments to General Motors (0.80 hrs); finalising Local Transfer Agreement in agreed form (0.50 hrs); attending to emails and telephone conversations with Delphi local counsel and agreeing on versions of all documents (1.00 hrs).	3.80	2,149.36
10/06/09	Hugo Sanchez de la Espada	Following up emails and telephone conversations essentially with Delphi local contact (1.10 hrs); finalising Local Transfer Agreement (0.50 hrs).	1.60	904.99
11/06/09	Hugo Sanchez de la Espada	Following up with B&M London, Paris and Delphi local contact regarding Schedule 10.4	0.50	282.81
15/06/09	Hugo Sanchez de la Espada	Following up various additional questions regarding France (table) (0.40 hrs); following up with S Papin (B&M Paris) (0.10 hrs).	0.50	282.81

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16/06/09	Hugo Sanchez de la Espada	Following up file, in particular with respect to the French sites; exchanging emails with J Crozier and K Guch (0.30 hrs) (0.60 hrs); following up with F Varandas (B&M Paris) and S Marlange; following up with Delphi's local counsel (0.60 hrs).	1.50	848.43
17/06/09	Hugo Sanchez de la Espada	Attending to questions from J Crozier (0.40 hrs) regarding the French sites; following up with A Sauty de Chalon, S Marlange and S Papin (0.20 hrs); completing table (0.10 hrs).	0.70	395.93
25/06/09	Hugo Sanchez de la Espada	Following up file and exchanging emails with J Crozier and T Bolster with respect to the French sites.	0.50	282.81
Total: San Francisco Office				\$11,595.20

Sao Paulo Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Hércules Celescuckci	Reviewing emails from J Crozier and R Dookhun with instructions regarding past labour liabilities which will stay with General Motors; checking that they are not reflected in Local Agreement (0,7); conversation with M Pacheco to confirm if there is any expatriate working in Saginaw Brazil (0,2); reviewing email from Delphi Brazil's in-house counsel L Almeida regarding registration of corporate acts related to payment of dividends to US shareholders with quotas of Saginaw for us to perfect the closing of Project Rhodes (0,2); conversation with M Pacheco regarding the corporate matters to pursue the payment of such dividends (0,2).	1.30	546.00
01/06/09	Mauricio M. Pacheco	Conference call with J Crozier regarding final draft of Local Agreements of Project Rhodes (0,4); exchanging emails with same regarding same matter (0,1); conversation with M Pacheco to confirm if there is any expatriate working in Saginaw Brazil and the corporate matters to pursue the payment of dividends by Delphi Brazil (0,4).	0.90	238.50
05/06/09	Hércules Celescuckci	Exchanging email with R Dookhun regarding post closing of Project Rhodes steps in labour front.	0.30	126.00

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05/06/09	Mauricio M. Pacheco	Exchanging several mails with J Crozier regarding issuance of Power of Attorney by acquisition vehicle of Project Rhodes (0,3); conference call with P Frauendorf regarding pending steps to complete closing of Project Rhodes for Brazil (0,5); exchanging emails with P Frauendorf regarding the pending issues in connection with Project Rhodes (0,3); exchanging emails with L Almeida regarding draft of Local Agreements for completion of Project Rhodes (0,2)..	1.30	344.50
08/06/09	Hércules Celescuekci	Reviewing Brazilian section of marked-up version of Transaction Agenda with M Pacheco's comments regarding the pending steps for Brazil.	0.60	252.00
08/06/09	Mauricio M. Pacheco	Conference call with P Frauendorf regarding filing of documents before CADE (0,9); reviewing and changing Transaction Agenda to include our comments to transaction related to Brazil (1,7); exchanging several emails with J Crozier, V Young and K Guch regarding the project (0,4); conference call with A Martins (B&M Brasilia) to discussing filing before CADE (0,6).	3.60	954.00
09/06/09	Mauricio M. Pacheco	Conference call with J Crozier regarding pending issues of Project Rhodes (0,2); exchanging emails with same (0,1).	0.30	79.50
18/06/09	Mauricio M. Pacheco	Preparing pre-closing checklist for Brazilian part of transaction of Project Rhodes (3,1); exchanging emails with P Frauendorf regarding same matter (0,4).	3.50	927.50
19/06/09	Hércules Celescuekci	Visiting General Motors's premises to meet with P Frauendorf, A Pascotto, A Neto, E Chidereli, C Claudino and R Luz to discuss pre-closing actions on Rhodes - Master Sale and Purchase Agreement (3,5); reviewing email from R Dookhun asking questions on liabilities related to employees in case Project Rhodes is not closed due to different outcomes from bankruptcy court (0,3); preparing email to R Dookhun with comments related to bankruptcy court (0,5).	4.30	1,806.00

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
19/06/09	Mauricio M. Pacheco	Visiting General Motors's premises to meet with P Frauendorf, A Pascotto, A Neto, E Chidereli, C Claudino and R Luz to discuss pre-closing actions on Rhodes - Master Disposition Agreement (3,5); internal meeting with law clerk J Winge regarding post closing issues of Project Rhodes (0,5); conference call with P Frauendorf and M Funchal regarding pending actions to conclude transfer of real estate (0,5); analysing pre-closing checklist or Project Rhodes (0,3).	4.80	1,272.00
19/06/09	Jessica D. Winge	Internal understandings with M Pacheco regarding Project Rhodes and the pre-closing issues (0,5) and telephone calls with M Pacheco, R Silva, Patrik of General Motors, C Gricug and L Almeida from Delphi Brazil (0,9); updating Closing Checklist, as requested by M Pacheco (0,8).	2.20	220.00
22/06/09	Mauricio M. Pacheco	Analysing document attached to email sent by P Frauendorf regarding banking accounts information of Brazilian target company (0,2); exchanging emails with same related to pending pre-closing issues (0,2); conference with law clerk J Winge regarding pre-closing issues (0,3).	0.70	185.50
22/06/09	Jessica D. Winge	Reflecting the comments made by M Pacheco to the Closing Checklist in Transaction Agenda of B&M London regarding Project Rhodes, as requested by M Pacheco.	1.30	130.00
23/06/09	Mauricio M. Pacheco	Conference with C Gricug regarding obtainment of pending licences and transfer of real estate from Delphi Brazil to Saginaw Brazil (0,4); conference with law clerk J Winge regarding same project (0,2).	0.60	159.00
23/06/09	Jessica D. Winge	Preparing draft email to C Griguc regarding documents related to real state of Saginaw regarding Project Rhodes, as requested by M Pacheco.	1.00	100.00

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
24/06/09	Mauricio M. Pacheco	Conference with law clerk J Winge regarding banking information of Saginaw Indústria e Comércio Ltda (0,3); conference with G Tomasoni (B&M Sao Paulo) regarding registration of Saginaw before IBAMA (0,2); analysing licences sent by C Gricug (0,4); exchanging emails with P Frauendorf regarding pre-closing issues of Project Rhodes (0,2).	1.10	291.50
24/06/09	Giovani B. Tomasoni	Researching information regarding Saginaw status before Brazilian Environmental and Renewable Natural Resources Institute (IBAMA) (0,6); obtaining copy of IBAMA Registration and IBAMA Clearance Certificate (0,2); preparing email to M Pacheco containing information obtained (0,4).	1.20	264.00
24/06/09	Jessica D. Winge	Internal understandings with M. Pacheco about documents received by C Gricug regarding real state of Saginaw (0,3); preparing email to P Frauendorf with M Pacheco with additional comments regarding documents enclosed therewith (0,7).	1.00	100.00
25/06/09	Hércules Celescuecki	Reviewing new version of Transactional Agenda of Project Rhodes for closing prepared by M Pacheco.	0.40	168.00
25/06/09	Mauricio M. Pacheco	Analysing documents sent by C Gricug regarding pending licences of Saginaw Brazil (0,3); conference with law clerk J Winge regarding same matter (0,5); exchanging emails with R Amaral regarding same project (0,2); internal meeting with law clerk J Winge to discuss closing checklist of Project Rhodes and list depicting banking information of Project Rhodes (0,4); review closing checklists of Project Rhodes (0,8); exchanging emails with J Crozier and J Broughton regarding project (0,2).	2.40	636.00
25/06/09	Jessica D. Winge	Updating Closing Checklist of Project Rhodes for Brazil (0,9); preparing draft of email to P Frauendorf (0,2); organising documents related to real state of Saginaw (0,4); reviewing with M Pacheco Transaction Agenda and bank account details of Saginaw regarding closing of Project Rhodes(0,5).	2.00	200.00

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29/06/09	Jessica D. Winge	Telephone call with C Griguc in order to discuss required licences and authorisations of FEPAM (0,2) and drafting email to R Amaral in order to obtain further information of required authorisations regarding closing of Project Rhodes, as requested by M Pacheco (0,2).	0.40	40.00
30/06/09	Mauricio M. Pacheco	Conference call with P Frauendorf regarding pre-closing issues for Brazil of Project Rhodes (0,3); exchanging email with R Amaral regarding obtaining pending environmental licences by Saginaw and Delphi Brazil (0,1); reviewing and changing pre-closing checklist (0,6); exchanging emails with P Frauendorf regarding new version of the Transaction Agenda(0,2).	1.20	318.00
30/06/09	Jessica D. Winge	Preparing draft of email to C Griguc regarding required licences and authorisations issued by FEPAM regarding closing of Project Rhodes, as requested by M Pacheco.	0.40	40.00
Total: Sao Paulo Office				\$9,398.00

Shanghai Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Yi Ding	Reviewing employment related questions.	0.10	46.00
10/06/09	Yi Ding	Telephone analysis with P Liu regarding overtime issue identified in Disclosure Schedule and social insurance matter.	0.30	138.00
11/06/09	Joseph W. Deng	Preparing correspondence to J Liu regarding overtime issues and potential liabilities for Delphi transaction.	0.30	255.01
11/06/09	Yi Ding	Reviewing Disclosure Schedule (0.2) and preparing legal advice regarding overtime related non-compliance (0.6); reviewing and considering social insurance contribution matter of Lingyun Joint Venture and Shanghai branch of Suzhou entity (0.3).	1.10	506.00
12/06/09	Joseph W. Deng	Preparing analysis of China overtime non-compliance Disclosure Statement (0.6); preparing correspondence to J Crozier regarding same (0.4).	1.00	850.00

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/06/09	Yi Ding	Analysing overtime issue with J Deng (0.4); revising legal advice regarding non-non-compliance regarding overtime working hours and overtime pay(0.4).	0.80	368.00
19/06/09	Joseph W. Deng	Preparing correspondence regarding disclosure schedule for Delphi transaction (0.4); reviewing additional disclosure of overtime compliance issues from Qiong Yu. (0.5)	0.90	765.00
19/06/09	Yi Ding	Reviewing additional information provided by legal counsel of Delphi regarding the employment arrangement and overtime issues (0.1); preparing legal advice (0.3)and analysing with J Deng regarding the same (0.2), and analyse the same with Liu Ping (0.1).	0.70	322.00
23/06/09	Joseph W. Deng	Preparing correspondence to J Crozier regarding overtime issues and disclosure schedule.	0.50	425.00
23/06/09	Yi Ding	Preparing legal advice regarding disclosure of overtime non-compliance issue and potential liabilities.	1.10	506.00
24/06/09	Joseph W. Deng	Preparing correspondence to J Crozier regarding disclosure schedules regarding PRC overtime hours, statute of limitations and administrative claims.	0.40	340.00
25/06/09	Yi Ding	(General Motors and Platinum) - Preparing employment section for chart regarding closing agenda (social insurance registration and contribution , housing funds registration and contribution, and expatriate employment arrangement) (0.8); reviewing revised disclosure schedule (0.1); analysing same with J Wilson (0.2).	1.10	506.00
25/06/09	Jeffrey P. Wilson	Discussion with Y Ding regarding social insurance registration and contribution issue.	0.20	126.00
Total: Shanghai Office				\$5,153.01

Singapore Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
06/06/09	Kelvin T. W. Poa	Reviewing latest instructions regarding Transaction Agenda for Delphi acquisition.	0.30	174.66

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08/06/09	Kelvin T. W. Poa	Reviewing instructions from B&M London on finalization of LTAs and actions to complete on the Transaction Agenda in respect of the Delphi acquisition (0.1 hrs.); reviewing Transaction Agenda for acquisition of the steering business non-us (0.1 hrs.).	0.20	116.44
10/06/09	Kelvin T. W. Poa	Reviewing instructions regarding employee liability issues in transfer of assets.	0.10	58.22
16/06/09	Kelvin T. W. Poa	Reviewing completed table of information for Steering Singapore.	0.40	232.88
17/06/09	Kelvin T. W. Poa	Reviewing matrix regarding bank accounts; discussion with D Mahalingam (B&M Singapore) regarding completion of matrix.	0.40	232.88
18/06/09	Dakshayani Mahalingam	Attending to J Broughton's B&M London email regarding change of authorised bank signatories for company. Review the e-mail and contact the bank to verify with them on the requirements to change the bank signatories (0.10) Liaising with Xcel Chang (Bank Officer) through e-mail and telephone in respect of the procedure and documents required for change of banking signatories (0.10). Inform J Broughton via email on the procedures and documents required in respect of change of banking signatories from the bank (0.10).	0.30	85.20
23/06/09	Kelvin T. W. Poa	Reviewing latest Transaction Agenda for acquisition of the steering business Non-us and closing deliverables.	0.30	174.66
24/06/09	Kelvin T. W. Poa	Reviewing request for documentation regarding directors in Singapore.	0.10	58.22
24/06/09	Dakshayani Mahalingam	Attending to J Broughton for copy of business profile of company; applying online with Accounting and Corporate Regulatory Authority to purchase Business and make necessary payments (0.10). Receive email from Accounting and Corporate Regulatory Authority in respect of the business profile of the Company. Peruse the profile whether they are in order. Forward the same to J Broughton (0.10).	0.20	56.80
26/06/09	Kelvin T. W. Poa	Reviewing instructions regarding capitalisation agenda (0.1 hrs.); confirming no capitalisation required for Singapore (0.1 hrs.).	0.20	116.44

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29/06/09	Dakshayani Mahalingam	Attending to J Crozier's email regarding particulars, officers, address and Memorandum and Articles of Association of company. Prepare the list of officers (0.10). Peruse the list of officers of the Company and the latest business profile of the Company purchased from Accounting and Corporate Regulatory Authority. Forward the business profile to J Crozier (0.10). Scan a copy of Memorandum and Articles of Association of company and forward the same to J Crozier (0.10).	0.30	85.20
30/06/09	Kelvin T. W. Poa	Reviewing instructions regarding change of bank accounts (0.3 hrs.); reviewing bank account change documents (0.2 hrs.).	0.50	291.10
30/06/09	Dakshayani Mahalingam	Attending to J Broughton's email regarding the change of banking signatories for the bank accounts maintained with Deutsche Bank AG, Singapore; peruse the Minute Book of the Company to review the current authorized signatories (0.30). Prepare the Directors' Resolutions In Writing and the Extract of Directors' Resolutions In Writing in respect of change of Authorised Representative and the Authorised signatory. Forward the same to Alta Grace (bank officer) to confirm whether they are in order. Receive the confirmation from Alta and forward the same to the Directors of the Company for their signatures (0.50). Prepare the "Signature List" in respect of change of the authorized signatories; forward the same to J Broughton to arrange for the signatures of the authorized signatories (0.20).	1.00	284.00
Total: Singapore Office				\$1,966.70

Sydney Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
16/06/09	Joanne Grange	Providing copy of constitution to S McGrath for Rhodes Automotive Manufacturing Pty Ltd.	0.10	26.40
19/06/09	Grace Ho	Attending conference call regarding Completion Agenda for Local Transfer Agreement (1.0hrs) run through and related discussions; following up email correspondence with S McGrath regarding Goods and Services Tax related issues.	1.30	446.00

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
29/06/09	Grace Ho	Reviewing and responding to email from S Schenkel regarding financial information required for stamp duty purposes and requesting update on draft Goods and Services Tax invoice to be reviewed.	0.30	102.92
30/06/09	Constantin Koutsis	Reviewing emails regarding post closing steps and duty calculation (1.50hrs); drafting email to G Ho (B&M Sydney) regarding stamp duty payable (0.30hrs).	0.80	531.06
30/06/09	Grace Ho	Reviewing and responding to various email correspondence regarding stamp duty and Goods and Services Tax related issues (duty estimates, tax invoices etc)(1.30hrs); discussions with S Schenkel and C Koutsis (B&M Sydney) regarding stamp duty and GST related issues (0.40hrs).	1.70	583.24
Total: Sydney Office				\$1,689.62

Tokyo Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Jean-Denis Marx	Telephone conference with client (0.90); review and finalise Japanese LTA and Participation Agreement (1.0).	1.90	1,298.67
02/06/09	Jean-Denis Marx	Liaising with General Motors regarding status of agreements.	0.70	478.46
05/06/09	Jean-Denis Marx	Attending to social insurance registration issues.	0.30	205.05
09/06/09	Jean-Denis Marx	Reviewing Transaction Agenda for Japan and check conformity of each step with Japanese law; amend Japanese LTA and Participation Agreement.	1.50	1,025.27
10/06/09	Jean-Denis Marx	Reviewing revised Local Transfer Agreement; liaising with Delphi and London regarding same.	0.80	546.81
10/06/09	Nobuhiko Kurata	Reviewing amended registration and documents relevant tax and providing same to Mr Yamaguchi.	0.30	122.21
10/06/09	Shin Maruyama	Attending correspondence with Mr Okazaki of Otsuki Social Insurance office regarding application for social insurance enrollment (0.3) reporting to N Kurata regarding the same.(0.1).	0.40	117.76

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/06/09	Jean-Denis Marx	Confirming rules of employment issue with General Motors.	0.40	273.40
12/06/09	Jean-Denis Marx	Reviewing Local Transfer Agreement; drafting revised 10.1.C.	0.90	615.16
15/06/09	Jean-Denis Marx	Reviewing 10.1.C of Japanese LTA (0.80); liaising with Delphi revised Article 10.1.C of Japanese LTA (0.20); attending to corporate information on Rhodes Japan (0.20).	1.20	820.21
15/06/09	Tomoko Komatsuzaki	Visiting Bank of Tokyo Mitsubishi UFJ, Akasaka branch regarding change of registered address of Rhodes Japan LLC.	0.80	112.00
16/06/09	Jean-Denis Marx	Reviewing Article 10.1.C of Japanese LTA (0.30); explaining contents of modifications made (0.40).	0.70	478.46
17/06/09	Jean-Denis Marx	Attending to revised 10.1.C of Japanese LTA.	0.30	205.05
18/06/09	Jean-Denis Marx	Telephone conference with Delphi; revising 10.1.C of Japanese LTA.	0.90	615.16
19/06/09	Jean-Denis Marx	Reviewing 10.1.C of Japanese LTA and confirming approval; advising regarding liabilities if closing not implemented.	0.80	546.81
22/06/09	Jean-Denis Marx	Attending to revised 10.1.C of Japanese LTA.	0.50	341.76
22/06/09	Jean-Denis Marx	Preparing information sheet regarding Rhodes Japan.	0.70	478.46
23/06/09	Jean-Denis Marx	Confirming issues regarding 10.1.C of Japanese LTA in relation with the necessity of allowing certain extraordinary or irregular payments to be made by Delphi to employees without Rhodes Japan's prior consent.	0.40	273.40
24/06/09	Jean-Denis Marx	Liaising with General Motors regarding rules of employment; confirming details of corporate information on Rhodes Japan.	0.60	410.11
25/06/09	Jean-Denis Marx	Reviewing Offer Letter template prepared by Delphi for the transfer of the employees to Rhodes Japan.	0.90	615.16
26/06/09	Jean-Denis Marx	Confirming issues regarding documentation required under Japanese law for the transfer of employees of Delphi Automotive Systems Japan to Rhodes Japan.	0.40	273.40

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26/06/09	Jean-Denis Marx	Confirming transfer of employees issues in particular with regard to payments to be made by Delphi at the transfer (0.70); confirming Transaction Agenda update in particular with regard to necessary corporate documentation in relation with the transfer of the local business to Rhodes Japan (0.60).	1.30	888.56
26/06/09	Jean-Denis Marx	Confirming issues regarding whether the transfer of the employees of Delphi Automotive Systems Japan should be construed as termination of their employment relationship with resulting costs for Delphi.	0.50	341.76
29/06/09	Jean-Denis Marx	Finalising form of consent and determination to be issued to confirm implementation of closing in Japan.	0.90	615.16
29/06/09	Jean-Denis Marx	Confirming the costs and expenses that would be incurred by Rhodes at the closing including costs related to the transfer of the lease (issues with the last rent and the security deposit) and costs related to employees (retirement allowance).	0.30	205.05
29/06/09	Tomoko Komatsuzaki	Reviewing and revising form of consent and determination as to business transfer from Delphi Automotive Systems Japan, Ltd to Rhodes Japan, LLC.	0.60	84.00
29/06/09	Shin Maruyama	Drafting form of consent and determination as to business transfer from Delphi Automotive Systems Japan, Ltd to Rhodes Japan, LLC.	1.50	441.62
30/06/09	Tomoko Komatsuzaki	Correspondences with Ms Ikeda (Bank of Tokyo Mitsubishi, Akasaka branch) regarding change of registered seal (0.2hr); reporting to J Marx (0.1hr); affixing the corporate seal to application documents for social insurance(0.2hr).	0.50	70.00
30/06/09	Jean-Denis Marx	Confirming status of procedures for social insurance registration of transferred employees at Rhodes Japan.	0.50	341.76
30/06/09	Jean-Denis Marx	Confirming issues regarding bank account signatories in particular usage of seals and number of signatories for UFJ Mitsubishi Tokyo.	0.60	410.11
30/06/09	Jean-Denis Marx	Confirming issues regarding possible termination of employees of Delphi Automotive Systems Japan at closing.	0.60	410.11

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30/06/09	Jean-Denis Marx	Confirming issues regarding expenses to be incurred by Rhodes Japan at closing including lease-related and employee-related costs.	0.30	205.05
30/06/09	Jean-Denis Marx	Confirming status of tax documentation (lack of 2008 tax filing for Rhodes Japan).	0.20	136.70
30/06/09	Nobuhiko Kurata	Telephone call to Mr Yamaguchi who is person in charge in Delphi Japan and confirming status of health insurance.	0.30	122.21
Total: Tokyo Office				\$14,124.86

Warsaw Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/09	Piotr Rawski	Revising situation in Poland in light of closing (employment matters connected with the transaction).	0.30	165.31
01/06/09	Weronika Achramowicz	Assisting in closing: reviewing Participation Agreement (0.60 hrs) and Local Transfer Agreement regarding Poland (0.70 hrs).	1.30	485.08
08/06/09	Piotr Rawski	Further revising agenda and situation in Poland in light of closing (employment matters connected with the transaction).	0.30	165.31
08/06/09	Weronika Achramowicz	Assistance to closing (Polish jurisdiction); reviewing and commenting to the Transaction Agenda (1.00 hr); follow-up information re: management structure of Delphi Polska (0.30 hrs).	1.30	485.08
16/06/09	Piotr Rawski	Assisting in Lease Agreements related issues (0.40 hrs); exchanging various emails regarding same (0.1 hrs).	0.50	275.52
22/06/09	Piotr Rawski	Attending to various actions linked to closing of the Local Transfer Agreement (inter alia related to bank accounts).	0.40	220.42
23/06/09	Piotr Rawski	Working on remaining items for closing of the Local Transfer Agreement re: Poland (contacting Delphi Polska and revising closing check list, etc) (0.90 hrs); participating in various email correspondence regarding same (0.60 hrs).	1.50	826.56

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23/06/09	Warsaw Paragl. M & A	Reviewing Poland Local Transfer Agreement and Articles of Incorporation of Delphi Polska regarding Delphi Polska's necessity to obtain corporate consents prior to becoming part to Local Transfer Agreement.	1.40	154.00
24/06/09	Warsaw Paragl. M & A	Providing B&M London with copy of current excerpt from register of business entities of Delphi Polska.	0.30	33.00
30/06/09	Piotr Rawski	Working on final employment issues regarding closing.	0.40	220.42
Total: Warsaw Office				\$3,030.70

LAWYER TIME SUMMARY

<u>Lawyer</u>		<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
London Office				
Gregory, Sarah C.	Partner	0.30	891.23	267.37
Guch, Karen Anne	Partner	14.10	980.36	13,823.08
Broughton, Jonathan M.	Associate	34.60	607.66	21,025.05
Crozier, Jannan	Associate	94.40	656.27	61,951.89
Dookhun, Romaana	Associate	9.30	478.03	4,445.67
Payne, Yvonne	Associate	9.70	469.92	4,558.23
Bolster, Thomas	Trainee Solicitor	29.70	275.47	8,181.47
Maitland, Joanne	Trainee Solicitor	3.10	275.47	853.96
Amsterdam Office				
Rietvelt, Laura E.	Associate	1.60	467.00	747.20
Tan, Kim F.	Associate	0.30	566.00	169.80
Van Es, Fleur E.	Associate	2.70	373.53	1,008.53
Zimmerman, Rebecca C.J.	Associate-Jr.	6.60	254.47	1,679.50
Beijing Office				
Ge, Xiangyang	Partner	1.00	940.00	940.00
Huang, Xin	Associate-Jr.	7.20	360.00	2,592.00
Liu, Ping	Associate-Jr.	14.50	520.00	7,540.00
Wu, Vivian W.	Associate-Jr.	4.50	500.00	2,250.00
Berlin Office				
Wolff, Alexander	Partner	6.70	652.40	4,371.08
Hinderer, Hermann Ali	Associate	14.60	482.91	7,050.49
Jüngling, Roman C.	Associate	1.90	379.69	721.41

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Frankfurt Office

Heckelmann, Guenther H.	Partner	1.40	773.74	1,083.24
Gernoth, Jan	Partner	1.50	577.00	865.50
Bassmann, Nicole	Prof Sup Lawyer	1.80	225.42	405.76

Madrid Office

Otaola, Isabel De	Partner	2.50	690.00	1,725.00
Martin, Concha	Partner	0.70	665.00	465.50
Alonso, Manuel	Associate	3.70	343.85	1,272.25
Gimeno, Santiago Martínez	Associate	2.50	394.38	985.95
Rodriguez, Patricia Ma.	Associate-Sr.	0.20	549.00	109.80

Melbourne Office

Kellock, Ian	Partner	0.20	640.00	128.00
Binns, Bryony	Associate-Sr.	5.30	419.17	2,221.61
McDade, Kellie-Ann	Associate	7.90	321.09	2,536.61
McGrath, Sharon	Associate-Sr.	26.00	407.43	10,593.19
Schenkel, Simon	Associate-Jr.	27.60	233.43	6,442.67
Cary, Sylvia	Staff - Admin	0.20	559.60	111.92

Mexico City Office

Pasquel Villegas, Salvador	Partner	3.30	250.00	825.00
Postigo Uribe, José	Partner	27.50	290.00	7,975.00
Adame-Alvarez, Gerardo	Associate	34.30	153.45	5,263.35

Milan Office

de Martinis, Lorenzo	Partner	0.60	679.00	407.40
Percivalle, Uberto	Partner	2.30	594.13	1,366.50
Massara, Cinzia	Associate	6.30	309.41	1,949.28
Vasile, Mila	Associate	12.30	232.51	2,859.88
Baiguera, Mara Tiziana	Staff - Admin	2.40	113.35	272.04

Monterrey Office

Garcia-Garza, Juan B.	Partner	3.00	250.00	750.00
González-Elizondo, José Maria	Partner	0.40	275.00	110.00
Treviño-Martínez, Fernando	Partner	2.50	200.00	500.00
Vázquez-Silveyra, Juan S.	Associate	28.40	200.00	5,680.00
Muñoz-García, Elías	Law Clerk	30.20	60.00	1,812.00

Moscow Office

Gnutova, Maria M.	Associate	0.20	325.00	65.00
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VAT No. GB 238 5592 33
(Great Britain)

Paris Office

Jouniaux, Sophie	Partner	1.00	626.67	626.67
Marlange, Sophie H.	Partner	9.20	634.22	5,834.82
Sauty De Chalon, Alain	Partner	5.20	657.08	3,416.82
Varandas, Fabrice	Associate	0.40	275.45	110.18
Papin, Sandrine	Paralegal	1.50	215.00	322.50

Porto Alegre Office

Amaral, Renata C.	Associate	4.50	320.00	1,440.00
Silva, Rodrigo T.	Associate-Jr.	0.20	210.00	42.00

Rome Office

Salce, Valerio	Partner	3.40	549.65	1,868.81
Feroni, Costantino	Associate	15.20	394.24	5,992.45
Lattanzio, Antonio	Associate	28.20	380.96	10,743.08

San Francisco Office

Sanchez de la Espada, Hugo	Associate-Sr.	20.50	565.62	11,595.20
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Sao Paulo Office

Celescuekci, Hércules	Partner	6.90	420.00	2,898.00
Pacheco, Mauricio M.	Associate	20.40	265.00	5,406.00
Tomasoni, Giovanni B.	Associate-Jr.	1.20	220.00	264.00
Winge, Jessica D.	Law Clerk	8.30	100.00	830.00

Shanghai Office

Deng, Joseph W.	Of Counsel	3.10	850.00	2,635.01
Ding, Yi	Associate-Jr.	5.20	460.00	2,392.00
Wilson, Jeffrey P.	Associate	0.20	630.00	126.00

Singapore Office

Poa, Kelvin T. W.	Partner	2.50	582.20	1,455.50
Mahalingam, Dakshayani	Paralegal	1.80	284.00	511.20

Sydney Office

Koutsis, Constantin	Partner	0.80	663.83	531.06
Ho, Grace	Associate	3.30	343.08	1,132.16
Grange, Joanne	Paralegal	0.10	264.00	26.40

Tokyo Office

Marx, Jean-Denis	Partner	19.10	683.51	13,055.06
Kurata, Nobuhiko	Associate	0.60	407.37	244.42
Komatsuzaki, Tomoko	Paralegal	1.90	140.00	266.00
Maruyama, Shin	Paralegal	1.90	294.41	559.38

BAKER & MCKENZIE

27 August 2009

Time and Cost Detail

Invoice No. 1120581
VAT No. GB 238 5592 33
(Great Britain)

Warsaw Office

Rawski, Piotr	Partner	3.40	551.04	1,873.54
Achramowicz, Weronika	Associate	2.60	373.14	970.16
M & A, Warsaw Paragl.	Paralegal	1.70	110.00	187.00

London Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Office Supplies	37.56
Photocopies	42.13
Telephone	29.56
Transportation - Local	48.61
Total	157.86

Beijing Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Local Tax	700.74
Total	700.74

Frankfurt Office

<u>Non-Taxable Disbursements</u>	<u>Amount</u>
Commercial Register	37.92
Total	37.92

Mexico City Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Telephone	64.26
Local Tax	1,049.35
Total	1,113.61

Milan Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Telephone	9.86
Total	9.86

Monterrey Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Telephone	4.29
Transportation - Local	42.91
Local Tax	451.77
Total	498.97

<u>Non-Taxable Disbursements</u>	<u>Amount</u>
Filing Fees and Agents	4.40
Total	4.40

HARPER & MCKENZIE

27 August 2009

Time and Cost Detail

Invoice No. 1120581
VAT No. GB 238 5592 33
(Great Britain)

Rome Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Telephone	18.03
Total	18.03

Sao Paulo Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Administrative Costs - Expenses to obtain Certificate	149.02
Fees of Mauricio Pacheco Pacaembu Servico E P - Certificates: Saginaw Ind E Com. De Auto Pecas Ltda (Outside Counsel)	111.82
Fees of Mauricio Pacheco Pacaembu Servico E P - Certificates: Delphi Automotive Systems Do Brasil Ltda (Outside Counsel)	223.63
Telephone	33.47
Transportation - Local	12.20
Total	530.14

Shanghai Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Local Tax	271.05
Total	271.05

Singapore Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Courier/Messenger Service	68.84
Notary Fees	355.42
Searches	3.21
Total	427.47

Tokyo Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Fee for EB Service (U-Line Xtra)	53.58
Telephone	29.00
Total	82.58

Warsaw Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Transportation - Local	21.92
Total	21.92

<u>Non-Taxable Disbursements</u>	<u>Amount</u>
Commercial Register	25.45
Court Fees	9.46
Total	34.91

BAKER & MCKENZIE

Baker & McKenzie LLP
100 New Bridge Street
London EC4V 6JA, UK

Tel: +44 (0)20 7919 1000
Fax: +44 (0)20 7919 1999
DX No: 233 Chancery Lane
www.bakernet.com

Date: 30 September 2009

General Motors Corporation
PO Box 33170
Detroit
MICHIGAN(MI) 48232-5170
USA

Our Ref: 39227342-1/CAW/LONDMC

Invoice No. 1122420

VAT No. GB 238 5592 33 (Great Britain)

For Professional Services for the period ending 9 July 2009

PURCHASE OF STEERING BUSINESS OF DELPHI CORPORATION

London Office

Fees	42,327.60
Taxable Disbursements	727.53

Amsterdam Office

Fees	2,500.52
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Beijing Office

Fees	3,964.06
Taxable Disbursements	208.78

Berlin Office

Fees	4,636.21
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Frankfurt Office

Fees	2,252.65
------	----------

Madrid Office

Fees	236.63
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Melbourne Office

Fees	11,176.50
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Client's VAT No:

Payment details (Dollars):

Sort Code: 56-00-13 Swift Code: NWBKGB2L IBAN No: GB55 NWBK 6073 0102 8250 15
A/C No: 140/00/02825015 Baker & McKenzie LLP US Dollar Office Account
Please quote **Our Reference** and the **Invoice No.** in your payment details.

National Westminster Bank Plc, PO Box 221,
Connaught House, 65 Aldwych, London WC2B 4EJ

Baker & McKenzie LLP is a limited liability partnership registered in England and Wales with registered number OC311297. A list of members' names is open to inspection at its registered office and principal place of business, 100 New Bridge Street, London, EC4V 6JA. Baker & McKenzie LLP is a member of Baker & McKenzie International, a Swiss Verein.

BAKER & MCKENZIE

Date: 30 September 2009

General Motors Corporation
PO Box 33170
Detroit
MICHIGAN(MI) 48232-5170
USA

Invoice No. 1122420

Mexico City Office	
Fees	3,002.79
Milan Office	
Fees	5,414.43
Taxable Disbursements	126.37
Monterrey Office	
Fees	340.00
Paris Office	
Fees	2,003.75
Porto Alegre Office	
Fees	1,062.00
Rome Office	
Fees	3,308.35
Taxable Disbursements	10.36
San Francisco Office	
Fees	1,018.12
Sao Paulo Office	
Fees	1,824.00
Taxable Disbursements	15.32

Client's VAT No:

Payment details (Dollars):

Sort Code: 56-00-13 Swift Code: NWBKGB2L IBAN No: GB55 NWBK 6073 0102 8250 15
A/C No: 140/00/02825015 Baker & McKenzie LLP US Dollar Office Account
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BAKER & MCKENZIE

Date: 30 September 2009

General Motors Corporation
PO Box 33170
Detroit
MICHIGAN(MI) 48232-5170
USA

Invoice No. 1122420

Shanghai Office	
Fees	282.00
Taxable Disbursements	14.84
Singapore Office	
Fees	577.94
Sydney Office	
Fees	5,079.86
Tokyo Office	
Fees	8,333.33
Taxable Disbursements	29.26
Non-Taxable Disbursements	557.27
Warsaw Office	
Fees	1,242.22
Total Amount Payable	<u><u>\$102,272.69</u></u>

Baker + McKenzie LLP

Client's VAT No:

Payment details (Dollars):

Sort Code: 56-00-13 Swift Code: NWBKGB2L IBAN No: GB55 NWBK 6073 0102 8250 15

A/C No: 140/00/02825015 Baker & McKenzie LLP US Dollar Office Account

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BAKER & MCKENZIE

Date: 30 September 2009

General Motors Corporation
PO Box 33170
Detroit
MICHIGAN(MI) 48232-5170
USA

Invoice No. 1122420

Summary

Taxable Fees	100,582.96
Taxable Disbursements	1,132.46
Non-Taxable Disbursements	557.27

Client's VAT No:

Payment details (Dollars):

Sort Code: 56-00-13 Swift Code: NWBKGB2L IBAN No: GB55 NWBK 6073 0102 8250 15
A/C No: 140/00/02825015 Baker & McKenzie LLP US Dollar Office Account
Please quote **Our Reference** and the **Invoice No.** in your payment details.

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BAKER & MCKENZIE

30 September 2009

Time and Cost Detail

Invoice No. 1122420
VAT No. GB 238 5592 33
(Great Britain)

TIME NARRATIVE DETAIL

PURCHASE OF STEERING BUSINESS OF DELPHI CORPORATION

London Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Jannan Crozier	Attending weekly update meeting with London team (1hr); arranging licences and permits telephone call (0.5hrs); telephone call with Alixpartners on trasaction status (1.5hrs); telephone call with W Ralph regarding HR update (1hr); dealing with email queries from local teams and General Motors (2hrs).	6.00	4,124.64
01/07/09	Yvonne Payne	Internal meeting with J Crozier to discuss next steps in preparation for closing on 31 July (1.1 hrs.); preparing email to colleagues in Australia regarding agreed forms of offer letters (0.3 hrs); preparing email to colleagues in Germany regarding agreed form of transfer letters, Equalization of Interest Agreement and employment of Mr Lenzke (0.3 hrs.); preparing email to lawyers in India regarding updating latest version of Transaction Agenda (0.3 hrs.); preparing email to J Crozier regarding contact details for Turkey lawyers (0.2 hrs.); reviewing latest draft of Transaction Agenda as circulated on 26 June (0.4 hrs.).	2.60	1,284.32
01/07/09	Thomas Bolster	Discussing strategy with J Crozier and J Maitland to resolve outstanding issues regarding closing and to ensure collection of all local documents within necessary time frame (1.5 hrs.); liaising with all local counsels setting our requirements for updated Transaction Agenda (0.7 hrs); following up on specific issues in individual jurisdictions regarding Rhodes entities' resolutions, Local Transfer Agreements and capitalisation issues (2.2 hrs).	4.40	1,231.65

BAKER & MCKENZIE

30 September 2009

Time and Cost Detail

Invoice No. 1122420
VAT No. GB 238 5592 33
(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Joanne Maitland	Conference with J Crozier and T Bolster regarding the strategy to be adopted in coordinating the various jurisdictions involved in the transaction; discussing issues regarding closing and the collection of local documents within the timeframe; email correspondence with local legal teams regarding their progress and any outstanding issues.	1.50	419.88
02/07/09	Jonathan M. Broughton	Attending on change of bank account signatories (0.8 hrs); preparing correspondence with local counsel regarding banking requirements and execution of required documentation and updating bank signatories table (2 hrs).	2.80	1,867.21
02/07/09	Yvonne Payne	Reviewing emails from colleagues in India, Australia, Japan and Korea with updates regarding next steps in terms of transferring employees (0.5 hrs.); preparing email to W Ralph regarding Japanese employees to be terminated (0.2 hrs.); sending update email to J Crozier re same (0.1 hrs.).	0.80	395.18
02/07/09	Thomas Bolster	Responding to issues arising from local counsels following request for updated Transaction Agenda, expenses details and resolutions.	1.40	391.89
03/07/09	Jonathan M. Broughton	Attending on email and telephone correspondence with General Motors, Delphi and local counsel regarding change of bank signatories of acquisition subsidiaries.	1.60	1,066.98
03/07/09	Jannan Crozier	Telephone call with J Freeburg regarding expenses relating to steering business (0.5hr), project management by responding to multiple emails from local teams re pre close issues (2hrs), telephone call with Hongimanns re update on international transaction (0.5hrs); reviewing updated expenses table (0.5hrs); reviewing updated Transaction Agenda (1hr); circulating Transaction Agenda and expenses table; local director queries (0.5hrs).	4.00	2,749.76

BAKER & MCKENZIE

30 September 2009

Time and Cost Detail

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(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/07/09	Yvonne Payne	Reviewing Transaction Agenda and latest updates for Australia, Japan, Korea, Germany, Spain and Turkey; reviewing email from T Bolster regarding Turkey.	0.90	444.57
03/07/09	Thomas Bolster	Receiving updated Transaction Agenda entries from local counsels and amend master version; identifying remaining issues regarding capitalisation and closing documents (2.5 hrs.); reviewing details of expenses to be incurred by Rhodes entities on closing and update corresponding capitalisation agenda (1 hr.).	3.50	979.72
06/07/09	Jonathan M. Broughton	Attending on correspondence with local counsel regarding outstanding information required to update bank signatories (1.3 hrs); arranging FCTRS and KYC documentation for transfer of shares in Rhodes India (0.7 hrs).	2.00	1,333.72
06/07/09	Jannan Crozier	Updating transaction meeting with T Bolster and J Maitland (1hr); responding to queries from Delphi and General Motors re pre closing issues (0.5hr); dealing with follow up issues on employees, Mexico (0.5hrs), dealing with EY appointment as auditors for Steering entities (0.5hrs), Board Resolutions for transaction (0.5hrs), banking appointments (0.5hrs), Turkish branch.	3.50	2,406.04
06/07/09	Yvonne Payne	Reviewing 1 July Transaction Agenda and preparing list of employment action points; reviewing emails from W Ralph regarding employees in China and Japan; reviewing email from T Bolster regarding employment transfer letters for Turkey.	1.10	543.37
06/07/09	Thomas Bolster	Receiving entries from local counsel regarding Tax Compliance Info Summary and compiling corresponding spreadsheet accordingly (3.4 hrs.); identifying major outstanding issues for Australia, Brazil, China, Germany and France (1.8 hrs.); liaising with Y Payne on Chinese employment issues (0.6 hrs).	5.80	1,623.54

BAKER & MCKENZIE

30 September 2009

Time and Cost Detail

Invoice No. 1122420
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(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
07/07/09	Jonathan M. Broughton	Attending coordinating execution of documents for transfer of shares in Rhodes India, injection of capital into Rhodes Holding bank accounts and obtaining KYC documentation; preparing email correspondence with various local counsel and General Motor regarding execution of documents necessary for change of bank signatories.	5.80	3,867.79
07/07/09	Jannan Crozier	Preparing weekly update with Alizpatners on telephone call (1hr); telephone calls with General Motors re status of transaction (1hr); telephone call with Honigman's project management (1hr).	3.00	2,062.32
07/07/09	Yvonne Payne	Preparing email to local counsel in India to seek update regarding employee offer letters (0.4 hrs.); preparing email to local counsel in Japan to seek update regarding transfer of 5 employees (0.3 hrs.); preparing email to Korean counsel regarding next steps regarding transfer of employees (0.3 hrs.); preparing email to Turkish colleague regarding transfer letters for Turkish employees (0.4 hrs.); telephone call to J Crozier to seek update regarding French executives, and employee in Spain (0.4 hrs).	1.80	889.15
07/07/09	Thomas Bolster	Meeting with J Crozier and J Maitland to discuss and allocate major outstanding issues to be resolved regarding Transaction Agenda of non-US Rhodes entities (1 hr.); updating agenda accordingly and making contact with local counsels in Australia, Brazil, China, India and the Netherlands to check status and seek resolution of these issues (4.9 hrs); preparing draft email to M Kushnik regarding resolutions required (0.7 hrs.); conference call with A Shankar and J Freeburg to discuss expenses issues (0.9 hrs.).	7.50	2,099.40
07/07/09	Joanne Maitland	Reviewing correspondence and Transaction Agenda; conferring with J Crozier and T Bolster regarding same.	2.00	559.84

BAKER & MCKENZIE

30 September 2009

Time and Cost Detail

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(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/07/09	Jonathan M. Broughton	Attending on coordination of local counsels to organise execution of various documents to effect change of bank signatories.	0.90	600.17
08/07/09	Jannan Crozier	Conducting licences and permits telephone call (1hr); preparing for and telephone call with General Motors regarding France exclusion of steering business (2hrs); telephone call with Alix partners on project management (1.5hrs).	4.50	3,093.48
08/07/09	Yvonne Payne	Reviewing emails regarding transfer of employees in China (0.4 hrs.); reviewing email from Indian colleague regarding outstanding points in terms of transferring Indian employees (0.2 hrs.).	0.60	296.38
08/07/09	Thomas Bolster	Completing draft email to M Kushnick containing details of resolutions to be executed (0.4 hrs.); arranging which resolutions are to be executed in Europe and by whom (1.9 hrs.); collating information on local expenses in preparation for follow up telephone call with A Shankar and J Freeburg (1.7 hrs.); conference call with A Shankar and J Freeburg to discuss expenses issues of some Rhodes entities (0.8 hrs.); liaising with local counsels in Italy, Australia and Turkey to update status of expenses issues (1.4 hrs).	6.20	1,735.50
08/07/09	Joanne Maitland	Reviewing email correspondence and Transaction Agenda.	1.00	279.92
09/07/09	Karen Anne Guch	Discussing regarding status of items being worked on for closing; attending to emails regarding India HUDA meeting for leasing permission; reviewing emails regarding closing transaction agenda.	1.10	1,095.80
09/07/09	Jonathan M. Broughton	Attending email correspondence with Delphi and General Motors regarding amendments to banking authorisation matrix and execution of change of bank signatory documents.	1.30	866.92

BAKER & MCKENZIE

30 September 2009

Time and Cost Detail

Invoice No. 1122420
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(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/07/09	Jamman Crozier	Telephone call on France Steering business and excluding from the sale (0.5hrs); liaising with Paris team regarding French options (1hr); reviewing Turkish branch arrangements (0.5hrs), bank accounts update on appointment of GM signatories (0.5hrs) and Japanese lease review of termination provisions (0.5hrs).	3.00	2,062.32
09/07/09	Yvonne Payne	Preparing email to Indian Counsel regarding next steps regarding transfer of employees; preparing emails to J Crozier regarding outstanding employment issues; preparing email to client to confirm approach to and process for transferring Japanese employees.	0.90	444.57
09/07/09	Thomas Bolster	Amending Italian and Korean Resolutions and Power of Attorneys to prepare for execution and sending to signatories (1.9 hrs.); liaising with local counsels in Japan, Korea and Italy regarding execution of resolutions (0.8 hrs.); reviewing draft resolution from Delphi India approving steering transaction (1.1 hrs.); updating Transaction Agenda for Australia, Brazil and India (1.6 hrs.).	5.40	1,511.57
Total: London Office				\$42,327.60

Amsterdam Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Fleur E. Van Es	Arranging for original extract of Rhodes Netherlands Holdings BV; forwarding original document to J Crozier.	0.20	74.71
02/07/09	Fleur E. Van Es	Attending various telephone calls and email correspondence with M Sieger regarding bank accounts (0.2); preparing draft Board Resolution Rhodes Netherlands Holding BV (0.8); preparing notarial certificate of shelf company (0.6); interoffice conference with R Zimmerman regarding shelf company (0.2).	1.80	672.35

BAKER & MCKENZIE

30 September 2009

Time and Cost Detail

Invoice No. 1122420
VAT No. GB 238 5592 33
(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/07/09	Wouter van Lier	Corresponding regarding Local Transfer Agreement for The Netherlands; revising Transaction Agenda for the Netherlands; discussion with R Zimmerman regarding the acquisition of the Dutch B.V. (Fidass II B.V.) by Delphi.	0.60	299.40
02/07/09	Rebecca C.J. Zimmerman	Conference with F Van Es (B&M Amsterdam) regarding acquired BV by Delphi; corresponding with Delphi regarding several outstanding issues with respect to the acquisition of the Dutch B.V. (Fidass II B.V.) by Delphi; updating Transaction Agenda for the Netherlands regarding the acquisition of Fidass II B.V.	1.40	356.26
07/07/09	Wouter van Lier	Attending to various actions regarding collections of documents in connection with the acquisition of the Dutch B.V. (Fidass II B.V.) by Delphi, Local Transfer Agreement, Deed of Transfer; preparing email correspondence regarding same.	0.60	299.40
09/07/09	Wouter van Lier	Reviewing amendments to Transaction Agenda; preparing email correspondence regarding same.	1.60	798.40
Total: Amsterdam Office				\$2,500.52

Beijing Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/07/09	Ping Liu	Reviewing schedules 4.3.1 and 4.3.2 of Master Disposition Agreement sent by J Crozier (0.2); replying to T Bolster regarding capitalisation agenda (0.7).	0.90	468.00
03/07/09	Ping Liu	Updating closing agenda sent by T Bolster (0.6); updating table of bank account detail per information provided by Delphi (1.1).	1.70	884.00

BAKER & MCKENZIE

30 September 2009

Time and Cost Detail

Invoice No. 1122420
VAT No. GB 238 5592 33
(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
07/07/09	Ping Liu	Discussion with Y Hanqian regarding documents required for termination of expatriates of Suzhou WFOE (0.1); updating closing agenda (3.9); liaising with C He of Delphi regarding expatriates information, bank account information and closing items (0.6).	4.60	2,392.00
07/07/09	Hanqian Yu	Telephone call with L Ping on documents needed for termination of expatriates.	0.10	36.00
08/07/09	Xiaohong Du	Drafting email to P Liu (B&M Beijing) regarding Board Resolutions on bank signatory change.	0.10	28.06
08/07/09	Ping Liu	Following up correspondences from T Bolster regarding expatriates and closing agenda and from C He of Dephi regarding outstanding permit.	0.30	156.00
Total: Beijing Office				\$3,964.06

Berlin Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Alexander Wolff	Preparing email to W Ralph regarding Settlement of Interest Agreement; preparing email to Ms Kleffmann regarding comment to Settlement of Interest Agreement; preparing email to Y Payne regarding state of affairs in transaction regarding employment matters.	1.40	913.36
02/07/09	Alexander Wolff	Preparing email to T McMillen regarding Settlement of Interest Agreement; preparing email to Ms Kleffmann regarding Information Letter; preparing email to H Hinderer regarding timing of Settlement of Interest Agreement.	1.00	652.40
02/07/09	Hermann Ali Hinderer	Reviewing and revising Completion Agenda for Germany.	0.70	338.04
03/07/09	Alexander Wolff	Preparing email to J Crozier regarding employment issues in Germany.	0.50	326.20

BAKER & MCKENZIE

30 September 2009

Time and Cost Detail

Invoice No. 1122420
VAT No. GB 238 5592 33
(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
07/07/09	Hermann Ali Hinderer	Preparing closing; brief telephone conversation with Mr Schulz (General Motors) regarding Lease Agreement for Rüsselsheim (0.1); drafting letter to Mr Lerch (General Motors) regarding same matter (0.3).	0.40	193.16
08/07/09	Alexander Wolff	Reviewing amendments to draft employment contract of Mr Lenzke (0.50); Preparing email Mr Lenzke to review of draft (1.0).	1.50	978.60
09/07/09	Alexander Wolff	Telephone conference Mr Lemke regarding employment contract Mr Lenzke (0.30); preparing email J Crozier regarding Settlement of Interest Agreement (1.0).	1.30	848.12
09/07/09	Hermann Ali Hinderer	Updating Transaction Agenda (0.4); working on signing reconciliation of Interest Agreement with A Wolff (B&M Berlin) (0.4).	0.80	386.33
Total: Berlin Office				\$4,636.21

Frankfurt Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Nicole Bassmann	Telephone conversation with Commerzbank regarding bank forms for changing authorised persons bank account (0.2); reviewing forms provided by Commerzbank (0.3); telephone conversations with Deutsche Bank (0.3); drafting email to J Broughton regarding signing instructions bank account forms of Commerzbank for changing authorized persons bank account (0.6).	1.50	338.13
02/07/09	Guenther H. Heckelmann	Reviewing final version of Equalisation of Interest Agreement; reviewing correspondence from A Wolff with W Ralph, Baker & McKenzie London and Opel.	0.30	232.12
02/07/09	Jan Gernoth	Preparing email to M Kuschnick summarising financial situation of Rhodes Germany; drafting Shareholders' Resolutions regarding same; reviewing step list regarding closing.	1.60	923.20

BAKER & MCKENZIE

30 September 2009

Time and Cost Detail

Invoice No. 1122420
VAT No. GB 238 5592 33
(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/07/09	Nicole Bassmann	Drafting Shareholder's Resolution regarding cash contribution in Rhodes Germany GmbH; preparing email to J Gernoth regarding same.	0.30	67.63
06/07/09	Nicole Bassmann	Preparing email to J Broughton regarding signature power of authorised persons for bank account.	0.10	22.54
07/07/09	Nicole Bassmann	Filling of bank forms of Commerzbank regarding bank account of Rhodes Germany GmbH (0.7); preparing email to J Broughton regarding same (0.6).	1.30	293.05
08/07/09	Jan Gernoth	Preparing email correspondence regarding legitimization of signatures of bank accounts.	0.30	173.10
08/07/09	Nicole Bassmann	Reviewing emails of J Broughton regarding bank accounts of Rhodes Germany GmbH (0.2); telephone conversation with Deutsche Bank (0.1); drafting email to J Broughton regarding result of telephone conversation with Deutsche Bank (0.3).	0.60	135.25
09/07/09	Nicole Bassmann	Preparing email to Deutsche Bank regarding passport copies of authorised signatories bank account (0.2); preparing email to J Crozier regarding requested commercial register excerpt of Rhodes Germany GmbH (0.1).	0.30	67.63
Total: Frankfurt Office				\$2,252.65

Madrid Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Santiago Martínez Gimeno	Conference call with W Ralph regarding executive transferred from Delphi Spain to France and the legal implications of failing to produce an equivalent pension plan in France.	0.60	236.63
Total: Madrid Office				\$236.63

BAKER & MCKENZIE

30 September 2009

Time and Cost Detail

Invoice No. 1122420
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(Great Britain)

TIME NARRATIVE DETAIL

Melbourne Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Bryony Binns	Exchanging emails with M Burton and N Kalanoski regarding meeting about employee transfer tasks and timetable to completion (30 minutes); conferring with N Kalanoski regarding meeting and proposed approach of GMH (10 minutes); conferring internally with S McGrath and K McDade regarding update on progress of employment matters (20 minutes).	1.00	419.17
01/07/09	Sharon McGrath	Reviewing various email correspondences regarding bank account signatory changes and transaction expenses and completion agenda amendments, and discussions with S Schenkel regarding same.	0.70	285.20

BAKER & MCKENZIE

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Time and Cost Detail

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(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Simon Schenkel	Reviewing email from M Pennings regarding status of Trade Waste Agreement transition (0.1 hr); reviewing email from P Lo regarding logistics for arranging signature of Somerton lease and employment related matters and responding (0.3 hrs); updating Australian Completion Agenda to reflect comments from M Pennings and P Lo (0.6 hrs); reviewing email from L Donnes regarding HR matters (0.1 hrs); liaising with G Ho regarding calculation of stamp duty including review email advice from G Ho (0.2 hrs); reviewing email from J Broughton regarding arranging authorised signatories (0.2 hrs); drafting Board Resolutions approving addition of further signatories onto HSBC Bank accounts (0.8 hrs); drafting letter to HSBC notifying of change of signatories (0.5 hrs); drafting email to N Nuttall detailing procedure and requirements for change of signatories (0.7 hrs); discussion with S McGrath and settling documents for change of signatories (0.2 hrs); reviewing email from B Binns regarding employee issues (0.1 hrs); circulating updated Australian completion agenda (0.1 hrs); preparing email to J Broughton regarding status of signatory changes (0.1 hrs); reviewing email from J Crozier (0.1 hrs); updating capitalisation table with S McGrath following advice from G Ho and preparing email to J Crozier regarding same (0.2 hrs).	4.10	957.06
02/07/09	Bryony Binns	Finalising discussion draft of employee steplist (30 minutes); finalising employment contracts and forward same to N Nuttall (30 minutes); meeting with C Meallin and N Kalanoski of GMH and M Burton of Rhodes re transfer of Delphi employees to Rhodes (50 minutes).	1.90	796.42
02/07/09	Kellie-Ann McDade	Discussing offer letters with B Binns (0.2 hrs); amending offer letters (0.8 hrs); discussion with B Binns (0.2 hrs); amending offers and letters (0.5 hrs).	1.70	545.85

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/07/09	Sharon McGrath	Discussion with B Binns regarding employee transfer process; reviewing draft of regarding completion agenda and change of bank account signatories.	0.60	244.46
02/07/09	Simon Schenkel	Reviewing email from T Bolster and updating Global Completion Agenda (1.1 hr); reviewing email from N Nuttall regarding logistics for arranging change of bank account signatories (0.1 hr); drafting email to J Crozier regarding arranging documentation from D Knill (0.3 hrs); reviewing email from B Binns attaching offer letters and employee step list (0.6 hrs); preparing email to J Broughton enclosing company search (0.1 hrs); preparing email to G Lane and M Tucker enclosing documentation for change of signatories (0.8 hrs); reviewing further emails from J Broughton regarding mandate letters (0.1 hrs).	3.10	723.63
03/07/09	Bryony Binns	Reviewing email from N Nuttal regarding comments from W Ralph on Rhodes' standard employment contract and responding to same (10 minutes); amending and updating employee task list following meeting on 2 July with M Burton of Delphi HR (AUS) (30 minutes); preparing email to M Burton of Delphi HR with updated task list (5 minutes).	1.30	544.92
03/07/09	Sharon McGrath	Preparing email correspondence with P Lo regarding payment of transitional expenses and reviewing email correspondence from N Nuttall regarding bank account signatories and from B Binns and M Burton regarding process for employee transfers.	0.60	244.46

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/07/09	Simon Schenkel	Review email from J. Broughton regarding Bank Accounts Matrix (0.1 hr); reviewing email from M Pennings regarding status of lease transfers (0.1 hrs); reviewing various emails from B Binns regarding employment matters (0.3 hrs); liaising with N. Nuttall to arrange signature by G. Lane for change of signatories on HSBC accounts (0.2 hrs); preparing email to J Crozier with queries from Local Delphi including dealing with transaction expenses, the participation agreement, signing of Patent and Trademark assignment and notification of counterparties to customer and supply agreements to change of ownership (0.3).	1.00	233.43
06/07/09	Sharon McGrath	Reviewing email correspondence from J Crozier regarding tax compliance information and response to queries regarding completion; reviewing draft email to P Lo prepared by S Schenkel regarding responding to P. Lo on various queries received from her after having received response from J. Crozier; discussion with S Schenkel regarding M Tucker and potential resignation as director of Rhodes Automotive.	0.80	325.94

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
06/07/09	Simon Schenkel	Reviewing email responses from J Crozier regarding various queries from Local Delphi (0.2 hrs); preparing email to P Lo providing responses to queries (0.2 hrs); reviewing Tax Compliance Information table and updating information including liaising with Australian Securities and Investment Commission for further information to complete table (1 hr); telephone call to M Tucker (Director of Rhodes Automotive Manufacturing Pty Ltd) to discuss appointment as authorised signatory for bank accounts and reviewing email from M Tucker attaching Platinum transaction resignation documents (0.7 hrs); reviewing emails regarding status of M Tucker directorship of Rhodes (0.2 hrs); preparing email to M Tucker regarding same (0.2 hrs); reviewing email from P Lo including query regarding customer notifications (0.2 hrs).	2.80	653.60
07/07/09	Bryony Binns	Reviewing email from W Ralph regarding GMH involvement in Australian union engagement and responding to same (20 minutes); reviewing email from N Nuttall regarding same and exchanging email correspondence with N Nuttall and N Kalanoski regarding same (20 minutes); lengthy telephone attendance with M Burton regarding local transfer arrangements and confer with S McGrath internally regarding same (35 minutes); preparing emails to W Ralph regarding discussions with M Burton and current operating version of agreements (10 minutes); reviewing Master Disposition Agreement and Local transfer Agreement for arrangements regarding transfer of employee records (25 minutes).	1.80	754.51
07/07/09	Sharon McGrath	Reviewing email correspondence with B Binns and N Nuttall regarding employee transfer mechanics, with J Crozier and S Schenkel regarding general completion mechanics and bank account signature changes.	0.60	244.46

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
07/07/09	Simon Schenkel	Preparing email to J Crozier regarding customer notifications (0.2 hr); reviewing email from G Ho regarding Tax Invoice (0.2 hr); preparing email tax invoice to J Levine of General Motors (0.2 hr); reviewing employment matters emails (0.3 hrs); reviewing email from M Tucker regarding directorship of Rhodes Automotive Manufacturing Pty Ltd (0.2 hrs); telephone call to HSBC to check whether they have M Tucker's identification documentation (0.8 hrs); preparing email to N Nuttall regarding M Tucker (0.4 hrs); telephone call from N Nuttall discussing removal of directors (0.3 hrs); further emails to M Tucker regarding identification documentation for appointment as signatory (0.3 hrs); reviewing email from J Crozier regarding notifying customers (0.1 hrs); preparing email to P Lo regarding notifying customers (0.2 hrs); further emails regarding tax invoice (0.2 hrs); preparing email to J Crozier regarding process for changing directors (0.3 hrs); preparing email to M Tucker regarding identification documentation and directorship matters (0.2 hr).	3.90	910.38
08/07/09	Bryony Binns	Reviewing emails from W Ralph regarding offer letters (15 minutes); exchanging emails with M Burton, S McGrath and J Crozier regarding same (30 minutes); lengthy telephone attendances on M Burton regarding amendments to contracts (60 minutes); reviewing emails from M Burton with further information for offers (special conditions) (15 minutes); editing to letters regarding offers of employment (60 minutes).	3.00	1,257.51
08/07/09	Sharon McGrath	Preparing email correspondence with J Crozier regarding continuity of supply arrangements for Rhodes Australia, and telephone discussion with N Nuttall regarding same; reviewing email correspondence from S Schenkel regarding completion queries on ACIS, resolutions and other miscellaneous matters.	0.50	203.72

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/07/09	Simon Schenkel	Reviewing emails regarding employment issues (0.2 hrs); reviewing email from T Bolster regarding ACIS application and Rhodes' resolution approving transaction (0.2 hrs); reviewing emails regarding notifying customers (0.1 hrs); preparing email to P Gong regarding status of ACIS application (0.1 hrs); telephone call from P Gong regarding ACIS matters (0.4 hrs); preparing email to P Lo chasing up comments on transaction resolutions (0.1 hrs); reviewing email from G Ho updating on tax invoice issues (0.2 hrs); preparing email to P Gong seeking contact details at Aus Industry for ACIS matters (0.1 hrs); replying to T Bolster regarding ACIS application and transaction resolution (0.2 hrs); reviewing email from P Gong regarding contact at AusIndustry and status of application regarding ACIS credits (0.1 hrs); reviewing Permits and Licenses table sent by J Crozier and reviewing status of permit and license applications (0.8 hrs); preparing updated Table of Australian Permits and Licenses and preparing email to J Crozier (0.5 hrs).	3.00	700.29
09/07/09	Sharon McGrath	Reviewing email correspondence of S Schenkel regarding Goods and Services Tax estimates, director changes, bank signatory changes and other miscellaneous completion matters; discussions with S Schenkel regarding same.	0.60	244.46

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TIME NARRATIVE DETAIL

Mexico City Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Salvador Pasquel Villegas	Conference call with I Martinez in order to review any other pending labour actions that General Motors should take care of prior to closing date as discussed in our conference call of yesterday in order to align the implementation dates with the possible closing date.	0.50	125.00
01/07/09	José Postigo Uribe	Interoffice conference with G Adame, review issues on due diligence, delivery of documents, permits and authorizations (.3); review email by J Crozier, review matters on bank accounts (.2); review matters on pre-closing transactions (.2); (work performed on 29 & 30 June 2009).	0.70	203.00
01/07/09	José Postigo Uribe	Review emails by C Salazar, review issues on pending due diligence over Delphi companies, issues with permits, etc. (0.4); review emails by T Bolster, interoffice conference with G Adame discuss matters on Mexican transactions, expected expenses and assumption of costs (0.3); review matters on Transaction Agenda update (0.2); review matters on real estate in Nuevo Leon issues matters on requests of additional information and email by J Vazquez (0.3).	1.20	348.00
01/07/09	Gerardo Adame-Alvarez	Preparing proposed changes and modifications to Access Agreement entered into by and between Parnassus Holdings II, LLC and General Motors Corporation.	2.00	306.90
01/07/09	Gerardo Adame-Alvarez	Reviewing documents sent by A Olivas regarding signatories of Steering mex's bank accounts; reviewing documents sent by T Bolster containing names of signatories to be included in bank accounts of Steering mex; exchanging emails with C Salazar regarding Access Agreement.	0.50	76.73

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Gerardo Adame-Alvarez	Reviewing Transaction Agenda and coordinating with SyS update of Transaction Agenda; reviewing and analyse if any expense has to be funded prior to, at or after closing of transaction.	0.70	107.42
02/07/09	José Postigo Uribe	Review email by J Ayala, review comments on due diligence matters and Transaction Agenda (0.4); review emails by J Broughton and matters on transfer of assets to Steering mex pre closing (0.4).	0.80	232.00
02/07/09	Gerardo Adame-Alvarez	Reviewing Transaction Agenda and SyS's comments; preparing update.	0.50	76.73
06/07/09	Gerardo Adame-Alvarez	Conference call held with C Salazar to discuss pending matters to be completed for closing of Local Transfer Agreements and following up on pending information to be provided by Delphi.	0.40	61.38
07/07/09	José Postigo Uribe	Review matters on transfers to be effected pre-closing and issues on due diligence, permits and authorizations (0.4); interoffice conference with G Adame review and discuss pending issues and exchanging emails with J Crozier (0.2); review Local Transfer Agreements, Master Disposition Agreement and background information (0.4).	1.00	290.00
07/07/09	Gerardo Adame-Alvarez	Exchanging emails with J Crozier regarding expected closing date of Mexican Local Transfer Agreements; conference call held with C Salazar regarding pending items for closing of transfer of assets and employees.	1.00	153.45
08/07/09	José Postigo Uribe	Interoffice conference with G Adame; review and discuss matters on transfer of assets to Steering mex transaction (0.3); review and discuss list of pending information, permits, etc (0.3); review emails by T Bolster and J Broughton (0.1); review matters on preparation of schedules to Local Transfer Agreements, execution of documents, etc (0.3).	1.00	290.00

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/07/09	Salvador Pasquel Villegas	Interoffice conference with G Adame regarding possible date of employer substitution for those employees of SteeringMex, considering the possible authorization of the Bankruptcy Court. In order to prepare the necessary labour documents to be implemented in Mexico for the substitution of employer.	0.50	125.00
09/07/09	José Postigo Uribe	Review email and documents by C Salazar updated list of documents for closing, revised Transaction Agenda and comments by JR Ayala (0.5); interoffice conference with G Adame review and discuss transaction matters and matters on directors (0.3); review labor matters, employer substitution; interoffice conference with SP Villegas (0.4); reviewing email by I Martínez (0.1).	1.30	377.00
09/07/09	Gerardo Adame-Alvarez	Exchanging emails with J Crozier, C Salazar and SyS regarding Transaction Agenda, Directors of SteeringMex; reviewing permits and licences; reviewing updated Transaction Agenda; conference call held with C Salazar regarding post closing matters regarding involvement of General Motors Mexico in SteeringMex operations.	1.50	230.18
Total: Mexico City Office				\$3,002.79

Milan Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Cinzia Massara	Preparing emails to Mr Broughton about original certificate from Chamber of Commerce.	0.30	92.82
01/07/09	Cinzia Massara	Telephone call with Mrs Invernizzi (Deutsche Bank Spa) about formalities required to delegate banking powers; telephone call with Mr Broughton about delegation of banking powers to new signatories.	0.90	278.47

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Mila Vasile	Sending original signed notice to Unions via registered mail and corresponding with Mr Lerch and Mr Ralph with update and following steps for consultation; drafting update to completion step list (employment part- Italy).	0.50	116.26
01/07/09	Mara Tiziana Baiguera	Reviewing documents; telephone conference with Deutsche Bank, C Massara, B&M & Mrs Invernizzi regarding compulsory documents and granting of powers for management of bank accounts.	0.70	79.10
02/07/09	Cinzia Massara	- Drafting BoD's written resolution (both ITA and ENG versions) regarding delegation of banking powers (3.70); - Preparing email to J Broughton including above BoD's written resolution to be executed and all necessary instructions (0.90); - Drafting proxy (both ITA and ENG versions) regarding execution of Local Agreements at Closing (3.40); - Attending several telephone calls with A Lattanzio and C Feroni about proxy; attending several telephone calls with M Vasile about proxy (labor powers) (1.90); -Preparing email to T Bolster including above mentioned proxy and all relevant instructions (0.80).	10.70	3,310.69
02/07/09	Mila Vasile	Conference call with Mr Finanziere regarding consultation with Unions; preparing correspondence with J Crozier regarding further queries regarding consultation; drafting Special Power of Attorney empowering Mr Finanziere with appropriate powers for consultation.	1.50	348.77
02/07/09	Mara Tiziana Baiguera	Reviewing Board of Directors' written consent regarding granting of banking powers; interoffice consultations regarding same.	1.00	113.00
03/07/09	Cinzia Massara	Examining email of J Crozier Re: status of the appointment of the new Italian banking signatories and email to her including copy of updated certificate from Chamber of Commerce, attesting the appointment of the new signatories.	0.30	92.82

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/07/09	Mila Vasile	Conference call with Mr Quintili (Employers' Association) regarding confirmation of sending of notice to Unions and future steps.	0.20	46.50
03/07/09	Mara Tiziana Baiguera	Attending activity regarding issue of Companies' Register excerpt of Rhodes Italy Srl.	0.20	22.60
06/07/09	Cinzia Massara	Telephone call with A Lattanzio about filling in of "table of corporate information" provided by T Bolster; preparing email to J Crozier about next corporate formalities to be finalised (approval of financial statements, execution of proxy, etc).	0.70	216.59
06/07/09	Mila Vasile	Conference call with Ms Pizzarelli (Delphi Italy HR) regarding transferred employees and notification letter regarding transfer; corresponding with J Crozier regarding Transition Agreement.	0.50	116.26
07/07/09	Mila Vasile	Corresponding with Mr Ralph regarding Italy - notification letter to employees.	0.20	46.50
08/07/09	Cinzia Massara	Examining some additional banking documents provided by J Broughton; telephone call with Mr Invernizzi about such documents; telephone call with J Broughton about such documents.	0.90	278.47
09/07/09	Cinzia Massara	Telephone call with A Lattanzio about next corporate formalities to be carried out before closing.	0.30	92.82
09/07/09	Mila Vasile	Conference call with Ms Pizzarelli (Delphi Italy HR) regarding meeting with Unions and correspondence with Mr Ralph and Mr Finanziere regarding meeting with Unions and Power of Attorney.	0.70	162.76
Total: Milan Office				\$5,414.43

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TIME NARRATIVE DETAIL

Monterrey Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Juan S. Vázquez-Silveyra	Exchanging emails with G Adame (B&M Mexico) (0.3 hrs); coordinating procurement of antecedents of property from Direction of Agrarian Matters in Nuevo Leon regarding property owned by Delphi in Sabinas Hidalgo, Nuevo Leon (0.3 hrs).	0.60	120.00
02/07/09	Juan S. Vázquez-Silveyra	Following up on procurement of antecedents from Direction of Agrarian Matters in State of Nuevo Leon regarding antecedents of property located in Sabinas Hidalgo, owned by Delphi.	0.30	60.00
03/07/09	Juan S. Vázquez-Silveyra	Following up on procurement of antecedents to Sabinas Hidalgo Property owned by Delphi before Direction of Agrarian Matters in State of Nuevo Leon.	0.30	60.00
07/07/09	Juan S. Vázquez-Silveyra	Following up on pending antecedents regarding transfer of title of property before Direction of Agrarian Matters in State of Nuevo Leon regarding Sabinas Property owned by Delphi.	0.20	40.00
09/07/09	Juan S. Vázquez-Silveyra	Telephone call with G Adame regarding discussing status of antecedents of Sabinas Hidalgo Property owned by Delphi.	0.30	60.00
Total: Monterrey Office				\$340.00

Paris Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Sophie H. Marlange	Conference call with J Crozier regarding pension issues in France for employees transferred from Spain.	0.50	317.11
01/07/09	Sandrine Papin	Telephone call with J Nizet of Deutsche Bank regarding banking signatures; preparing documents for change of banking signatures.	3.20	688.00

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/07/09	Sandrine Papin	Preparing emails to J Broughton re banking signatories; telephone call with JM Nizet of Deutsche Bank regarding same.	1.10	236.50
06/07/09	Sandrine Papin	Telephone call with JM Nizet of Deutsche Bank regarding signatories; preparing email to J Broughton regarding same.	0.30	64.50
07/07/09	Sophie H. Marlange	Preparing email to J Crozier regarding TSA to be entered for Paris service centre.	0.20	126.84
09/07/09	Sophie H. Marlange	Preparing and attending conference call with J Crozier regarding Delphi France and global deal (0.7 hr); discussing same with H Sanchez (0.2 hr).	0.90	570.80
Total: Paris Office				\$2,003.75

Porto Alegre Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Renata C. Amaral	Sending recommendations to M Pacheco regarding transfer of authorizations for disposal of waste by the target (0.5); reviewing email to be sent to Cesar by M Pacheco Griguc on the subject (0.3).	0.80	256.00
06/07/09	Renata C. Amaral	Sending answer to M Pacheco regarding pending environmental licenses to be presented by target for carrying out industrial activities.	0.30	96.00
07/07/09	Renata C. Amaral	Understandings with A Cruz regarding consultation to be done at SMOV (Municipal Zoning Department) regarding status of proceeding at SMOV related to fire fight authorization (0.5); sending email to M Pacheco on subject (0.3).	0.80	256.00
07/07/09	Alessandro F. Cruz	Conducting diligence to SMOV to verify status of proceeding for obtaining of Fire Prevention System approval.	0.70	70.00

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TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/07/09	Renata C. Amaral	Understandings with M Pacheco regarding licenses to be provided by Saginaw (pending environmental and zoning documents) (0.2); sending email to Cesar to request information on authorization to be issued by Fire Fight Department and authorizations regarding disposal of waste (0.2); reviewing documents and information provided by M Pacheco and J Winge (0.8).	1.20	384.00
Total: Porto Alegre Office				\$1,062.00

Rome Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Valerio Salce	Reviewing emails of T Bolster regarding updated Transaction Agenda; reviewing briefly of the above Transaction Agenda.	0.20	109.93
01/07/09	Costantino Feroni	Reviewing email from T Bolster regarding updated Transaction Agenda; briefing with M Vatile and C Massara regarding same; reviewing email from T Bolster regarding request of draft Power of Attorney for transfer of business; briefing with A Lattanzio regarding same and instructions.	0.50	197.12
01/07/09	Antonio Lattanzio	Reviewing emails from T Bolster regarding updated transaction agenda; preparing of Power of Attorney for closing; telephone conference with C Massara regarding same.	0.40	152.38

BAKER & MCKENZIE

30 September 2009

Time and Cost Detail

Invoice No. 1122420
VAT No. GB 238 5592 33
(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/07/09	Costantino Feroni	Briefing with A Lattanzio regarding completion of Transaction Agenda and related outstanding matters; completing agenda above; reviewing draft Power of Attorney prepared by C Massara for execution of Transfer Deed and briefing with C Massara regarding same; reviewing exchange emails between C Massara and T Bolster regarding draft Power of Attorney and related formalities; reviewing email from A Lattanzio to Notary Public regarding same and requesting confirmation about Power of Attorney above.	1.20	473.09
02/07/09	Antonio Lattanzio	Briefing with C Feroni regarding review of Transaction Agenda; reviewing further amendments to Transaction Agenda; reviewing emails from C Massara regarding draft Power of Attorney for execution of Deed of Transfer; reviewing and commenting shared with C Feroni; sending of such draft to B&M London office; reviewing informative email to Italian Notary regarding sending of draft Power of Attorney for his comments; preparing email to B&M London office regarding sending updated and revised version of Transaction Agenda.	1.60	609.54
03/07/09	Valerio Salce	Reviewing of emails of J Crozier regarding table of corporate information and updated Transaction Agenda.	0.10	54.97
03/07/09	Antonio Lattanzio	Reviewing email from C Massara and J Crozier regarding legal representative of General Motors; telephone call to C Massara regarding discussion on presence of I Downie as legal representative of General Motors.	0.60	228.58

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
06/07/09	Costantino Feroni	Reviewing of email from A Lattanzio to T Bolster regarding corporate chart regarding Rhodes Italy and briefing with A Lattanzio regarding same; reviewing email from C Massara to J Crozier regarding update on draft Power of Attorney for execution of closing documents and related outstanding matters; reviewing email from A Lattanzio to M Tessera regarding update on status of completion of Delphi's closing documents and related outstanding matters and briefing with A Lattanzio regarding same.	0.50	197.12
06/07/09	Antonio Lattanzio	Briefing with C Feroni regarding activities to be carried out following J Crozier and T Bolster emails of this weekend; reviewing proposed course of action; filling out form on corporate information regarding Rhodes Italy; conference call with C Massara regarding discussion on same form; preparing email to T Bolster regarding sending of such form completed with missing information; conference call with Public Notary regarding Power of Attorney by Rhodes Italy for closing; reviewing comments on Deed of Transfer Informative email to C Massara regarding updating Power of Attorney and Deed of Transfer and next activities to be carried out; preparing email to M Tessera regarding update on completion of Delphi closing documents; reviewing outstanding matters.	1.20	457.15
07/07/09	Valerio Salce	Reviewing email of J Crozier regarding environmental permits open tasks.	0.20	109.93
08/07/09	Valerio Salce	Reviewing of email of T Bolster regarding new instructions and updated Transaction Agenda.	0.10	54.97

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/07/09	Costantino Feroni	Reviewing email from T Bolster regarding weekly Transaction Agenda and related instructions; attending informative telephone conference with M Vasile and reviewing email from latter regarding same and redlined version of agenda above with further labour amendments; exchanging emails with T Bolster regarding payment of notarial fees on closing and related outstanding matters.	0.70	275.97
09/07/09	Costantino Feroni	Exchanging email with T Bolster regarding approval of Power of Attorney for Delphi's Italy closing and reviewing of email and revising closing agenda prepared by A Lattanzio regarding same and further comments on same; drafting email to T Bolster regarding payment of notarial fees by General Motors to Italian Notary Public and related outstanding matters.	0.50	197.12
09/07/09	Antonio Lattanzio	Attending briefing with C Feroni regarding review and amendments to Transaction Agenda regarding Italy Amendments made to Transaction Agenda; preparing informative email to J Maitland regarding updated Transaction Agenda.	0.50	190.48
Total: Rome Office				\$3,308.35

San Francisco Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Hugo Sanchez de la Espada	Following up file with A Srivastava, Sauty, S Marlange, J Crozier, T Bolster and S Papin; telephone calls and preparing emails regarding the French sites issues.	1.00	565.62
09/07/09	Hugo Sanchez de la Espada	Following up file; telephone call and emails regarding Paris site regarding French sites issues.	0.80	452.50
Total: San Francisco Office				\$1,018.12

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(Great Britain)

TIME NARRATIVE DETAIL

Sao Paulo Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Mauricio M. Pacheco	Exchanging emails with R Amaral regarding obtaining of environmental licences and authorisations of Saginaw Brasil to operate business (0,4); reviewing and changing draft of email prepared by law clerk J Winge regarding same matter (0,5); exchanging email with C Gricug (from Delphi) regarding same licenses (0,3); exchanging email with T Bolster regarding payment of local purchase price (0,6); exchanging email with regarding post closing checklist (0,3); conference call with L Almeida (from Delphi), P Frauendorf (General Motors's internal counsel) regarding pre-closing checklist (0,3); internal meeting with law clerk J Winge to discuss status of checklist (0,4); exchanging emails with J Crozier regarding local issues of Project Rhodes (0,4); reviewing and changing draft of pre-closing checklist (0,6).	3.80	1,007.00
02/07/09	Jessica D. Winge	Telephone call with M Pacheco and L Almeida, internal counsel of Delphi Brazil, in order to discuss matters still pending for Closing of Project Rhodes (0,3); updating pre-closing checklist of Project Rhodes and preparing draft of email to L Almeida with comments to said document, as requested by M Pacheco (0,7).	1.00	100.00
03/07/09	Jessica D. Winge	Preparing draft of email to J Crozier regarding closing of Project Rhodes, as requested by M Pacheco.	0.20	20.00

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(Great Britain)

TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/07/09	Mauricio M. Pacheco	Analysing email sent by C Griguc (from Saginaw Ltda) reporting status of licences of Saginaw Ltda (0,3); analysing email sent by R Amaral summarising information provided by Fire Department regarding issuance of fire brigade approval (0,2); exchanging emails with R Amaral regarding Project Rhodes (0,2); exchanging email with T Bolster regarding points raised regarding local closing (0,6); reviewing and changing pre-closing checklist prepared by J Winge (0,5).	1.80	477.00
08/07/09	Jessica D. Winge	Telephone call with L Almeida, legal counsel of Delphi Brazil, regarding aspects still pending for Closing of Project Rhodes (0,3); updating pre-closing checklist and preparing draft of email to L Almeida and T Bolston with comments of said document (1,2); reviewing document with environmental permits regarding Project Rhodes, as requested by M Pacheco (0,7).	2.20	220.00
Total: Sao Paulo Office				\$1,824.00

Shanghai Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/07/09	Joseph W. Deng	Reviewing correspondence from P Liu (B&M Beijing) regarding GM employment law advice.	0.30	282.00
Total: Shanghai Office				\$282.00

Singapore Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/07/09	Kelvin T. W. Poa	Reviewing updated Transaction Agenda.	0.20	116.44
06/07/09	Kelvin T. W. Poa	Reviewing updated Transaction Agenda; reviewing table of corporate information.	0.30	174.66

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TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
07/07/09	Kelvin T. W. Poa	Reviewing process regarding change in bank signatories; reviewing draft emails to directors regarding change in bank signatories.	0.20	116.44
07/07/09	Dakshayani Mahalingam	Liaising with J Broughton regarding authorised signatories; revising Directors' Resolutions In Writing and Extract of Directors' Resolutions In Writing accordingly; forwarding Directors' Resolutions In Writing and Signature list to Directors of the Company for their necessary signatures; attending to various email from MAP Lapid (Director) regarding execution of Resolutions and providing identification documents; sending email to D Ritchey regarding providing identification documents.	0.60	170.40
Total: Singapore Office				\$577.94

Sydney Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Constantin Koutsis	Discussion with G Ho regarding calculation of Goods and Services Tax; reviewing and revising email regarding same.	0.80	531.06

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Time and Cost Detail

Invoice No. 1122420
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TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Grace Ho	Telephone discussions with Victorian Office of State Revenue (policy branch) regarding practical application of amendments to the Victorian duties legislation in the context of Local Transfer Agreement and whether it will attract duty in Victoria or not based on amendments passed (0.40hrs); reviewing draft Goods and Services Tax invoice and considering whether it is valid tax invoice; discussions with E Yik regarding draft tax invoice (1.0hrs); preparing stamp duty estimates and comments for South Australia and Victoria regarding above telephone discussion and financial information set out in draft tax invoice provided by P Gong at Delphi; discussions with C Koutsis regarding above (1.0hrs); preparing email to S Schenkel with stamp duty indicative estimates as requested (1.0hrs)	3.40	1,166.47
01/07/09	Elaine Yik	Reviewing Tax Invoice to ensure it complies with a valid requirements under Goods and Services Tax Act; reviewing Goods and Services Tax rulings as to how Goods and Services Tax is calculated on assumed liabilities as consideration, as requested by G Ho.	1.60	427.20
02/07/09	Grace Ho	Discussion with E Yik regarding comments to be made on draft tax invoice and amended Goods and Services Tax amounts applicable to Local Transfer Agreement further to consideration of relevant Goods and Services Tax rulings issued by Commissioner.	0.30	102.92
02/07/09	Elaine Yik	Marking up draft Tax Invoice to ensure compliance with Goods and Services Tax Act, as requested by G Ho; discussions with G Ho regarding same.	0.90	240.30
03/07/09	Grace Ho	Reviewing and amending draft Goods and Services Tax invoice (with markups prepared by E Yik) including calculating Goods and Services Tax amounts payable under Local Transfer Agreement.	0.90	308.77

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/07/09	Elaine Yik	Updating draft marked up Tax Invoice, as requested by G Ho.	1.00	267.00
06/07/09	Constantin Koutsis	Reviewing emails regarding Goods and Services Tax and calculation of Goods and Services Tax; discussion with G Ho regarding same.	0.50	331.91
06/07/09	Grace Ho	Discussing review points of Goods and Services Tax invoice with C Koutsis.	0.30	102.92
07/07/09	Constantin Koutsis	Reviewing emails regarding duty payable on local acquisition; drafting email regarding same.	0.20	132.76
07/07/09	Grace Ho	Furthering consideration Goods and Services Tax invoice and applicable Goods and Services Tax rulings regarding (especially regarding apportionment of mixed supplies for Goods and Services Tax purposes); telephone discussions with J Lavine regarding same.	2.20	754.78
08/07/09	Grace Ho	Attending various telephone discussions with J Lavine and P Lane of General Motors regarding Goods and Services Tax and drafting tax invoice; further considering applicable Goods and Services Tax ruling on identified issues.	0.90	308.77
09/07/09	Constantin Koutsis	Reviewing email regarding tax invoice; discussion with G Ho regarding tax invoice; reviewing email regarding same.	0.30	199.15
09/07/09	Grace Ho	Reviewing and responding to email from S Schenkel regarding estimate of Goods and Services Tax and stamp duty expenses; subsequent telephone discussions regarding same with S Schenkel.	0.60	205.85
Total: Sydney Office				\$5,079.86

Tokyo Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Jean-Denis Marx	Advising regarding change of bank account registered persons.	0.30	205.05

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TIME NARRATIVE DETAIL

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Tomoko Komatsuzaki	Sending social insurance documents to K Yamaguchi of Delphi Japan (0.7hr); revising application documents necessary for change of company information and signatories (1.1hrs); discussion with R Sato of Deutsche Bank, Tokyo branch as to the application documents (0.3hr).	2.10	294.00
02/07/09	Jean-Denis Marx	Advising regarding necessity for Rhodes Japan to file the 2008 tax return as soon as possible.	0.60	410.11
02/07/09	Jean-Denis Marx	Following up on issues of signatories for bank account; reviewing documentation; advising regarding same.	0.70	478.46
02/07/09	Jean-Denis Marx	Preparing revised version of Transactions Agenda.	0.80	546.81
02/07/09	Jean-Denis Marx	Attending to final version of Local Transfer Agreement.	0.50	341.76
02/07/09	Tomoko Komatsuzaki	Attending correspondences with R Sato as to specimen signatures.	0.30	42.00
03/07/09	Jean-Denis Marx	Advising regarding possible termination of personnel and relation to Local Transfer Agreement.	0.60	410.11
03/07/09	Jean-Denis Marx	Confirming issues regarding change of bank signatories.	0.40	273.40
03/07/09	Tomoko Komatsuzaki	Corresponding with Ms Yamada of Bank of Tokyo Mitsubishi UFJ, Akasaka branch as to registration of signatories (0.2hr); reporting to J Marx (0.1hr); updating specimen signatures for Deutsche Bank (0.2hr).	0.50	70.00
06/07/09	Jean-Denis Marx	Preparing tax information sheet for Rhodes Japan showing tax filings already made and remaining to be made.	0.40	273.40
06/07/09	Tomoko Komatsuzaki	Visiting Bank of Tokyo Mitsubishi UFJ, Akasaka branch in order to register bank seals for D Knill, S Brown (Rhodes Japan LLC) and T Fukuoka.	1.00	140.00

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<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
07/07/09	Jean-Denis Marx	Advising regarding change of executive manager of Rhodes Japan and termination of all agreements.	0.70	478.46
07/07/09	Jean-Denis Marx	Advising regarding situation of transfer of employees.	0.20	136.70
07/07/09	Nobuhiko Kurata	Conferring with Ms Saito (in charge of Delphi Japan) to confirm status of transfer of leasehold rights from Delphi Japan to Road Japan; conferring with Mr Yokota who is person in charge of Nihon Seimei.	0.50	203.69
07/07/09	Tomoko Komatsuzaki	Affixing bank seal of SR Brown of Rhodes Japan LLC to application form for health insurance program (0.2hr); arranging to send same to K Yamaguchi of Delphi Japan (0.2 hr).	0.40	56.00
08/07/09	Jean-Denis Marx	Liaising with client and General Motor Japan regarding provision of payroll services to Rhodes Japan and problems raised by Otsuki.	0.70	478.46
08/07/09	Jean-Denis Marx	Liaising with client regarding Otsuki and social insurance registration; several telephone calls including with GM Asia Pacific Japan regarding social insurance registration procedure and status; advising regarding same.	2.90	1,982.18
08/07/09	Nobuhiko Kurata	Conducting research legal interpretations under social insurance labour consultant law to confirm whether Otsuki office's statement is correct or not; telephone call to Mr Okajima to confirm statement of its office and status of procedures for employees of Road Japan.	1.70	692.53
09/07/09	Jean-Denis Marx	Confirming regarding contact with Delphi Japan on social insurance registrations; confirming Termination of Employees.	0.40	273.40
09/07/09	Jean-Denis Marx	Reviewing Transaction Agenda.	0.80	546.81
	Total: Tokyo Office			\$8,333.00

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Warsaw Office

<u>Date</u>	<u>Lawyer</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/09	Piotr Rawski	Assisting in local closing; participating in various telephone conferences; revising documents.	0.90	495.94
01/07/09	Weronika Achramowicz	Assisting in pre-closing matters regarding Poland: reviewing and updating the Transaction Agreement re: Poland and follow-up e-mail correspondence with Tom Bolster re: corporate issues of Delphi PL.	0.50	186.57
02/07/09	Weronika Achramowicz	Assisting pre-closing matters regarding Poland.	0.40	149.26
03/07/09	Weronika Achramowicz	Telephone conversation with K Misiak regarding change of bank signatories; discussing particularities of the rules of banking representation binding in Delphi PL.	0.30	111.94
09/07/09	Weronika Achramowicz	Assisting pre-closing matters regarding Poland; preparing email correspondence with J Crozier; reviewing the source documents regarding current composition of the management board of Delphi PL and rules of representation.	0.80	298.51
Total: Warsaw Office				\$1,242.22

LAWYER TIME SUMMARY

<u>Lawyer</u>		<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
London Office				
Guch, Karen Anne	Partner	1.10	996.18	1,095.80
Broughton, Jonathan M.	Associate	14.40	666.86	9,602.79
Crozier, Jannan	Associate	24.00	687.44	16,498.56
Payne, Yvonne	Associate	8.70	493.97	4,297.54
Bolster, Thomas	Trainee Solicitor	34.20	279.92	9,573.27
Maitland, Joanne	Trainee Solicitor	4.50	279.92	1,259.64

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Amsterdam Office

Van Es, Fleur E.	Associate	2.00	373.53	747.06
van Lier, Wouter	Associate	2.80	499.00	1,397.20
Zimmerman, Rebecca C.J.	Associate-Jr.	1.40	254.47	356.26

Beijing Office

Liu, Ping	Associate-Jr.	7.50	520.00	3,900.00
Yu, Hanqian	Associate-Jr.	0.10	360.00	36.00
Du, Xiaohong	Paralegal	0.10	280.60	28.06

Berlin Office

Wolff, Alexander	Partner	5.70	652.40	3,718.68
Hinderer, Hermann Ali	Associate	1.90	482.91	917.53

Frankfurt Office

Heckelmann, Guenther H.	Partner	0.30	773.73	232.12
Gernoth, Jan	Partner	1.90	577.00	1,096.30
Bassmann, Nicole	Prof Sup Lawyer	4.10	225.42	924.23

Madrid Office

Gimeno, Santiago Martinez	Associate-Sr.	0.60	394.38	236.63
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Melbourne Office

Binns, Bryony	Associate-Sr.	9.00	419.17	3,772.53
McDade, Kellie-Ann	Associate	1.70	321.09	545.85
McGrath, Sharon	Associate-Sr.	4.40	407.43	1,792.70
Schenkel, Simon	Associate-Jr.	21.70	233.43	5,065.42

Mexico City Office

Pasquel Villegas, Salvador	Partner	1.00	250.00	250.00
Postigo Uribe, José	Partner	6.00	290.00	1,740.00
Adame-Alvarez, Gerardo	Associate	6.60	153.45	1,012.79

Milan Office

Massara, Cinzia	Associate	14.10	309.41	4,362.68
Vasile, Mila	Associate	3.60	232.51	837.05

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Baiguera, Mara Tiziana	Staff - Admin	1.90	113.00	214.70
Monterrey Office				
Vázquez-Silveyra, Juan S.	Associate	1.70	200.00	340.00
Paris Office				
Marlange, Sophie H.	Partner	1.60	634.22	1,014.75
Papin, Sandrine	Paralegal	4.60	215.00	989.00
Porto Alegre Office				
Amaral, Renata C.	Associate	3.10	320.00	992.00
Cruz, Alessandro F.	Law Clerk	0.70	100.00	70.00
Rome Office				
Salce, Valerio	Partner	0.60	549.67	329.80
Feroni, Costantino	Associate	3.40	394.24	1,340.42
Lattanzio, Antonio	Associate	4.30	380.96	1,638.13
San Francisco Office				
Sanchez de la Espada, Hugo	Associate-Sr.	1.80	565.62	1,018.12
Sao Paulo Office				
Pacheco, Mauricio M.	Associate	5.60	265.00	1,484.00
Winge, Jessica D.	Law Clerk	3.40	100.00	340.00
Shanghai Office				
Deng, Joseph W.	Partner	0.30	940.00	282.00
Singapore Office				
Poa, Kelvin T. W.	Partner	0.70	582.20	407.54
Mahalingam, Dakshayani	Paralegal	0.60	284.00	170.40
Sydney Office				
Koutsis, Constantin	Partner	1.80	663.82	1,194.88
Ho, Grace	Associate	8.60	343.08	2,950.48
Yik, Elaine	Associate-Jr.	3.50	267.00	934.50

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Tokyo Office

Marx, Jean-Denis	Partner	10.00	683.51	6,835.11
Kurata, Nobuhiko	Associate	2.20	407.37	896.22
Komatsuzaki, Tomoko	Paralegal	4.30	140.00	602.00

Warsaw Office

Rawski, Piotr	Partner	0.90	551.04	495.94
Achramowicz, Weronika	Associate	2.00	373.14	746.28

London Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Courier/Messenger Service	22.80
Photocopies	704.73
Total	727.53

Beijing Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Local Tax	208.78
Total	207.04

Milan Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Notary Fees	112.33
Outside Information Services	7.02
Postage	7.02
Total	126.37

Rome Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Telephone	10.36
Total	10.36

Sao Paulo Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Transportation - Local	15.32
Total	15.32

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Shanghai Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Local Tax	14.84
Total	14.84

Tokyo Office

<u>Taxable Disbursements</u>	<u>Amount</u>
Courier/Messenger Service	14.52
Photocopies	14.74
Total	29.26

<u>Non-Taxable Disbursements</u>	<u>Amount</u>
Corporate Seal, Kit	557.27
Total	557.27